No. of Company 995443

Baf/ 593

Form No. 41

## THE COMPANIES ACT, 1948

DECLARATION of Compliance with the requirements of the Companies Act, 1948, on Application for Registration of a Company.

Pursuant to Section 15(2).

Name of Company	n des describes de most de des à vide du passes qui describes and différent and vide de la company of the section of the secti
ARBORITE MERCHANTS	Limited.
I. THOMAS ARTHUR HERBERT,	
of 133, Moorgate, London, E.C.2	o solemnly and sincerely
declare that I am (a) a person named in the Articles of Association as a (b).	and the state of t
ofARBORITE MERCHANTS	Limited.
And that all the requirements of the Companies Act, 1948, in respect of a registration of the said Company and incidental thereto have been complied solemn Declaration conscientiously believing the same to be true and by of the Statutory Declarations Act, 1835.	with, And I make this
Declared at 7, HEW SQUARE,	
LINCOLU'S INN.LONDON.W.C.2	la feel
2/ot day of Seplember 1970	aderbeel
before me.	
Robertson	A. A. Santa
(c) A Commissioner for Oaths.	
(a) "A Solicitor of the Supreme Court" (or in Scotland "a Solicitor")" engaged in the formation," Articles of Association as a Director or Secretary."  (b) Pur "Director" or alternatively pur "Secretary." Do not put both "Director and Secretary."  (c) or Notary Public or Justice of the Peace.	or "A person remed in the
Presented by	

FUSINESS ECONOMY PRODUCTS LIMITED
133 MOORGATE, LONDON E.C.2. Tel:- 01-628-8821/2/3.
24 CASTLE STREET, EDINBURGH, 2. Tel:- 031-225-1167/8

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No. of Company 990443 \ 2

the part ships a liberature to

Form No. 25

# THE STAMP ACT, 1891 THE FINANCE ACT, 1933



ARBORITE MERCHANTS

LIMITED

STATEMENT of the Nominal Capital made pursuant to Section 112 of the Stamp Act, 1891.

Note.—The Stamp Duty on the Nominal Capital is Ten Shillings for every £100 or fraction of £100

Section 41, Finance Act, 1933).

This Statement is to be filed with the Memorandum of Association, or other Document, when the Company is registered.

		- Autorities	ericis re
The NOMINAL	CAPITAL of MERCHANTS		Limited
£100		shares o	each.
	Signature		
nate 210-depte	Mber 1970 State whether Director	or or Secretary	21 SEP IMO
resented by	00%7/280 000,000 0 000 COMPANY - 200 0 000 000 130, 000 0 000 000 21/2/.	E.C.2.	

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#### COMPANY LIMITED BY SHARES

Memorandum of Association

OF ... 990443

248571970

...ARBORITE MERCHANTS LIMITED

- 1. The name of the Company is: "ARBORITE MERCHANTS LIMITED".
- 2. The Registered Office of the Company will be situate in England.
- 3. The Objects for which the Company is established are:-
- (a) To carry on the business or businesses of general merchants, exporters, importers, manufacturers, manufacturers' agents, factors, brokers, bankers and dealers, both wholesale and retail, in all articles of commercial, manufacturing, personal and household use and consumption, ornament, recreation and amusement, proprietors of shops, warehouses, workshops and factories of all kinds, and hotels, restaurants, cafes, wine and spirit merchants, licensed victuallers; managers of and in property of all kinds including houses, flats, rooms, whether furnished or unfurnished, and to let the same to tenants on lease or otherwise, or unfurnished, and to let the same to tenants on lease or otherwise, with or without service; insurance agents and insurance brokers in all their branches; builders, contractors, painters, decorators, carpenters, joiners, public works contractors, constructional, civil, precision, mechanical, sanitary, hydraulic, heating, electrical, electronic, wentilating, aeronautical and general engineers in all their branches; and in raw materials generally, manufactured goods, materials, butchers, grocery, greengrocers, provisions and general produce, live and dead stock, game and poultry, fish, sweets and confectionery, and all other articles of food, florists, farmers and horticulturists generally; and to carry on the business of storage contractors, wharfingers, travel carry on the business of storage contractors, wharfingers, travel genes and booking agents in all their branches; aeroplane and ship owners, operators, charterers, shipping and forwarding agents; motor garage proprietors, motor engineers and dealers in all their branches; furriers, hide and skin merchants and leather and fancy goods manufacturers, importers, exporters and dealers in all their branches; furriers, hide and skin merchants and eather and fancy goods manufacturers, importers, exporters and dealers in all their branches; opticians, manufacturers of and wholesale and retail dealers in lenses and scientific and surgical instr
- (b) To carry on the business of exporters, importers, manufacturers of and wholesale and retail dealers in any goods, materials or things connected with all or any businesses carried on by the Company at any time, and to clean, grow, sell, buy, exchange, alter, improve, manipulate prepare for market and otherwise deal in all kinds of plant, tools, substances, materials and things necessary or convenient for carrying on any such businesses whether as principals, agents, trustees, manufacturers mail order specialists, advertising agents and contractors, hire purchase financiers or otherwise in all their branches.

William Country of ASENTS

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01/02/04/21/2/3

- (c) To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.
- (d) To purchase, sell, exchange, implemortgage, charge, rent, let on le J, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.
- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
- (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.
- (g) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.

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- (1) To lead abnoy to such persons, upon such terms and/or security and subject to such conditions on may be decirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgeges, charges, obligations, interest, dividends, securities, memors of charce of the performance of contracts or engagements of any other sempany or person, and to give indomnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.
- (%) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue ary debentures at any time paid off.
- (1) To draw, make, accept, endorse, discount, execute end issue promissory notes, bills of exchange, debontures, warrants, and other negotiable decuments.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, steeks or other interests in, or obligations of any other company or correction.
- (n) To remunerate any person or company for services readered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any deboutures, deboutures took or other securities of the Company or is or about the formation or premotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and detentures including brokerage and commission.
- (p) To promote or aid in the premotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (q) To establish and support and aid in the establishment and support of funds or trusts calculated to benefit directors or exdirectors, employees or exceptoyees of the Company or the dependents or connections of such persons and to grant pensions and allowences to any such persons.
- (r) To distribute any property of the Company in specie among the members.

(s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

4. The liability of the members is limited.

5. The Share Capital of the Company is £100 divided into 100 shares of £1 each, with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively since to take the number of shares in the Capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers	Number of Shares taken by each Subscriber
JEAN HERBIRT,  133 Moorgate,  LONDON, E.C.2.	ONE
Thomas Arthur Herbert, LL.B., 133 Moorgate, LONDON, E.C.2. Barrister-at-Law.	ONE

DATED the 1st day of September, 1969.

WITNESS to the above signatures:-

Christine Freda Herbert, 133 Moorgate, LONDON, E.C.2.

Company Director.

I. Tirst herein save i is to and 75 and in A, the

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4. No of a de adminis brother Member.

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The Companies Act, 1948 and 1967

#### COMPANY LIMITED BY SHARES

# Articles of Association

OF

ARBORITE MERCHANTS LIMITED

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re desirous of being we respectively agree espective names.

Shares taken by Subscriber

#### PRELIMINARY

- 1. The regulations contained in Part I of Table A in the First Schedule to The Companies Act, 1948 (such Table being hereinafter called "Table A"), shall apply to the Company save in so far as they are excluded or varied hereby: that is to say, the Clauses in Part I of Table A numbered 24, 53 and 75 shall not apply to this Company; but in lieu thereof, and in addition to the remaining Clauses in Part I of Table A, the following shall be the regulations of the Company.
- E The Company is a Private Company and accordingly Clauses 2, 3, 4, 5 and 6 in Part II of Table A shall apply to the Company.

  SHARES
- 3. The Shares in the initial and any increased capital shall be under the control of the Directors, who may allot and dispose of or grant options over the same to such persons, on such terms, and in such manner as they think fit, subject to Clause 4 hereof.

#### TRANSFER OF DECEASED MEMBERS SHARES TO ISSUE

4. Notwithstanding anything in Clause 3 hereof any share of a deceased Member may be transferred by his executors or administrators to any son, daughter, widow or widower, brother, sister, nephew, niece or cousin of such deceased Member.

#### LIEN

5. The lien conferred by Clause II in Part I of Table A shall attach to fully paid up shares, and to all shares registered in the name of any person indebted or under liability to the Company, whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

#### GENERAL MEETING

6. Every notice convening a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948, as to giving information to Members in regard

to their right to appoint proxies; and notices of and other communications relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.

7. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

#### DIRECTORS

8. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall be not less then one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.

- Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meetings of Directors, and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require any qualification and he shall ipso facto recate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice in writing to the Company under the hand of the Director making the same. muneration of any alternate Director shall be payable out of the remuneration able to the Director appointing him, and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director and the Director appointing him.
- 10. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such clause were omit; ed therefrom.
- 11. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.

#### WINDING UP

12. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of shares held by them respectively: Provided always that the provisions hereof shall be subject to the rights of the holders of shares (if any) issued upon special conditions.

13. The fix writing by

14. The fix Herbert.

JEAN HERBY 133 Moorge LONDON, E

Company D

THOMAS ART 133 Moorge LONDON, E

Barrister.

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Witness to

Christ 133 Mc LONDON

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#### FIRST DIRECTORS

13. The first Directors of the Company shall be determined in writing by the Subscribers of the Memorandum of Association.

#### FIRST SECRETARY

14. The first Secretary of the Company shall be Thomas Arthur Herbert.

NAMES, ADDRESSES AND DESCRI

JA OF SUBSCRIBERS

year Herbert

JEAN HERBERT, 133 Moorgate, LONDON, E.C.2.

Company Director Tho a sterled-

THOMAS ARTHUR HERBERT, LL.B., 133 Moorgate,

LONDON, E.C.2.

Barrister-at-Law.

DATED the lateral of September, 1969

Witness to the above signatures:-

Christine Freda Herbert, 133 Moorgate, LONDON, E.C.2.

Company Director.

3



#### CERTIFICATE OF INCORPORATION

No. 990443

I hereby certify that

#### ARBORITE MERCHANTS LIMITED

is this day incorporated under the Companies Acts 1948 to 1967 and that the Company is Limited.

Given under my hand at London the 29TH SEPTEMBER, 1970.

(F. L. KNIGHT) U Assistant Registrar of Companies Number of 3990443

# THE COMPANIES ACTS 1948 TO 1967

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	ARBORITE MERCHANTS	***************************************
Andert here	I	LIMITED
Name of Danpany		
· · · · · · · · · · · · · · · · · · ·	Pursuant to section 52 (1) of	\+ + HD   HHHEHUUUU ==
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## NAMES, DESCRIPTIONS AND ADDRESSES OF THE ALLOTTEES

Name and Description	Address	Number	of Shares a	llotted
		Preference	Ordinary	Other kinds
Colonel Alan Brooke	5 Falcon House,			
Pemberton	202 Old Brompton			
	Road, London			
	S.W.5.		.95 <b>9 8</b>	
		-		
				.,
			i	
				<b></b> .
·		 		- :
	Total		- <del>39</del> 98	

Signature Allemberlen.

(State whether Director or Secretary). July -

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# THE COMPANIES ACTS 1948 to 1967

#### COMPANY LIMITED BY SHARES

SPECIAL RESOLUTIONS of ARBORITE MERCHANTS LIMITED

2 passed 7th October 1.970

an EXTRAORDINARY GENERAL MEETING of the Company duly convened and held at 14 Great Smith Street London S.W.l. on 7th October 1970 the following Resolutions were duly passed as SPECIAL RESOLUTIONS:-

#### SPECIAL RESOLUTIONS

- "That the name of the Company be changed to Diver ified Corporate Services Limited".
- of the Company with respect to its objects be altered by deleting sub-clauses (a) and (b) of Clause 3 and by substituting the following new sub-clauses:-
  - (a) To carry on business as general defensive security agents consultants and advisers and general investigators
  - (b) To carry on business in connection with all kinds of advice in regard to security and to sell equipment in connection with defensive security and security generally".

Chairman

COMPANIES REGISTRATIONS

1 3 OCT 1970

SO OFFICE 85



# CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

No. 990443

I hereby certify that

#### arborite merchants limited

having by special resolution and with the approval of the Board of Trade changed its name, is now incorporated under the name of

DIVERSIFIED CORPORATE SERVICES LIMITED

Given under my hand at London the 1974 October, 1970,

Assistant Registrar of Companies

C.172

RMO/523 Form No. 4 o. of Company.....990443 THE COMPANIES ACT, 1948 A 5/Companies
Registration
Fee Stamp
must be Notice of Situation of Registered Office impressed here or of any change therein. Pursuant to Section 107 TO THE REGISTRAR OF COMPANIES ARBORITE MERCHANTS Name of Company hereby gives you notice, in accordance with Section 107 of the Companies Act, 1948, that the Registered Office of the Company is situated at 156 Strand London Micro. 14 Great Smith Street, S.W.1. (Signature) Secretary 5th October, Dated the..... NOTE.—This notice must be forwarded to the Registrar of Companies within 14 days after the of the incorporation of the Company or of the change as the case may be. PART REGISTRATION AGENTS

135. MOORGATE, E.C.2.

\$1-628-8221/2/3

ented by

No.	of	Company	99.9443
			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,

RMC/523

Form No. 45 (No registration fee payable)

#### THE COMPANIES ACTS 1948 TO 1967

#### Return of allotments

Name of Company	ARBORITE MERCHANTS	Act 1948 Discord of the Control of		
Return of allotments	( )	Limited 7		
** Storetha	19 to the	io 1.		
** [made on the511 day.		'		
<i>a</i> / '	Shares allotted payable in cash			
Number of the URd mass	Shares allotted payable in cash*shares payable in cash	<u> </u>		
Nominal amount of theORd		£1.		
Amount paid or due and payable o	n each such . Okalinaty *share	, <u>£1</u>		
***************************************				
Shares allotted for a consideration other than cash				
	es allotted for a consideration other tha			
Nominal amount of the shares so allotted				
Amount to be treated as payable on each such * share				
The consideration for which such * shares have been alloited is as follows:-				
•••••••••••••••••••••••••••••••••••••••		***************************************		
•••••	***************************************	*************		
/ Delete "Limited" if not applicable  **Delete words in brackets which do not apply  * Distinguish between Preference, Ordinary, Redeemable Preference, etc.				
Notes:- 1. This form should be delivered to the Registrar of Companies within one mouth after the allotment is made.				
2. Particulars of allottees should be shown overleaf.				

Presented by:

COMPANY EVOLUTE EFB COMPANY EVOLUTE LEB 133, NOVECHIE, E.C.2.

Presentor's reference:



#### Names, Descriptions and Addresses of the Allottees

Name and description	Address	Number of shares allotted		otted
•		Preference	Ordinary	Other kinds
.Col.Alan Brook Pemberton	5 Falcon House, 202 Old Brompton Rd London, S.W.5.	• 3	1	
		• • • • • • • • • • • • • • • •		• • • • • • • • • • • • • • • • • • • •
John Richard Pilkington	36 Iverna Gardens, London, W.8.	••••••••	<u> </u>	
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Security Consultant		• • • • • • • • • • • • • • • • • • • •		
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	Signed	i Aude	and the	
	State whether Director or Secretary  Date 5th day of	/ //		
	Director or Secretary	crestary.		

Margin reserved for binding

This neign is to be reserved for binding 49

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THE COMPANIES ACT, 1945

# SECRETARIES NOTIFICATION OF DIRECTORS AND

Pursuant to Section 200 of the Companies Act, 1948

ARBORITE MERCHANTS

( ) v

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Companies
Registration
Fee Stamp
must be
impressed
here

Limited

No. cf Company

			•	)
Name of Company	rsons who are Direc	tors of the Co	impany at the date of this return	Busine
NAME (In the case of an individual, present Christian	Any former Christian name	Nationality.	(In the case of a corporation, the registered or principal office.)	
	or names and surname.		E Falcon House.	Director
Col, Als.n Brooke Pemberton	NONE	Ветен	202 Old Brompton Road, London, S.W.5.	
Tobn Biohard Pilkington	Nove.	BRITISH.	76 Iverna Gardens, London, W.8.	Security Consultant.
	the continue of the state of th		far Commany at the date of thi	s return
Par	rticulars of the Person w	who is the Secretar		of the County of the corporation of Scottish firm, the registered of principal office.)
n individual, present Cl	lividual, present Christian namet or names and Any for a corporation or a Scottish firm, the corporate name	Any former Christian name or names and surname.	Usual residential address. (In the case of a corp.	TOOK CANTES TO THE
or firm nam			JAROS CHARACH TENDER, MICHOLDS	THE THE PERSON WAS DEATHER.
THOMAS ARTHUR HERBERT	ERT	None	:_	except a director is also a director, should be given, except
	DO VIII pre Lallos	rson in accordance with whose	S Directorships.—The names of all bodies corporate incorporated the world and the company making the return is the company making the return is the company of the company.	in Creat mind to the company making the return is the wholly-owned subsidiary or bodies corporate which are the wholly-owned subsidiary. A body corporate is deemed to be the wholly-hodies corporate of which the company making the return is the wholly-owned subsidiary. A body corporate is deemed to be the wholly-hodies corporate of which the company making the return is the wholly-hodies corporate of which the company making the company is the wholly-owned subsidiaries and its or their nominees. If the space
• "Director" includes any person who occupies the position of a director by whatsoever name cancel, and any person who occupies the position of a directions of the company are accustomed to act.  directions or instructions the directors of the company are accustomed to act.	rector by whatsoever name caned, and any red to act.	lide different from his surname.	either of the company or of another company or skeept that other and that other's wholly where statement attached to this form, either of the company of another if thus no members except that other bised by a section is sinsufficient, particulars of other directorships should be listed on a separate statement attached in the form is insufficient, particulars of other directorships subject to section 185 of the Companies Act. 1948, named provided in the form is insufficient, and in the Company which is subject to section 185 of the Companies Act. 1948, named provided in the form is insufficient in the Company which is subject to section.	nd that other s within yourse statement attached to this form. Should be listed on a separate statement attached to this form, a company which ch is subject to section 53 of the Companies Act. 1948, named which ch is subject to section of the companies in the United Kingdom which is neither that we have companied in the United Kingdom which is neither that we have companied in the United Kingdom which is neither that the companies in the United Kingdom which is not the companies to the companies of the companie
+ "Christian name" includes a former surname" 4.0 not include— means that title.  + "Former Christian name" and "former surname" 4.0 not include—  + "Former Christian name" and "former surname" to not include—  + "Former Christian name" and "former surname" to not include—  + "Former Christian name" and person usually known by a British title different from his surname was changed or disused before the person (a) in the case of a peer or a person to the title; or	le— British title different from his surname, the name	by which he was known previous	ii Dates of Firth need only be given in the series of private company, is the size not a private company or which, being a private company or a company registered under the law relating the a private company not a company registered under the law relating the in its constitution which would, if it had been registered in Great B in its constitution which would, if a had been registered in Great B in its constitution which would, if a firm are joint secretaries, the na	is not a private company or which, being a private company, is the subsidiary of a companies for the time being in force in Northern Hearing is not a private company or which, being a private company registered under the law relating to companies for the time as a private company registered under the law relating to companies for the time as a private company registered under the law relating of the firm may be stated.  In its constitution which would, if it had been registered in Great Britain, entircipal office of the firm may be stated.

(a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or
(b) in the case of any person, a former Christian name or surname where that name or surname was changed or disused for a period of not less than twenty years; the case of any person, and the case of eighteen years or has been changed or disused for a period of not less than twenty years; the bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years; the in the case of a marriage.
(c) in the case of a married woman the name or surname by which she was known previous to the marriage.

19 70.

th\_October,

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Date

Signature

Where all the parmers in a firm are joint secreturies, the name and principal office of the firm may be stated.

Secretary

This notice must be signed by a Director or Secretary of the Company

ECONOMY PRODUCTS LTD., Company Registration Specialists, 456-STEP-AND, LONDON, W.C.2 (TEM-8377-8) and 19 WALKER STREET, EDINBURGH, 3 (CAL 1167-9) is an end of the control Presented by BUSINESS mar in is to be reserved for binding

10. of Company 390443

THE COMPANIES ACT, 1946

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of Directors or Secretary or in their particulars Change fication of Roti

Pursuant to Section 200 of the Companies Act, 1948

Companies.
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Registrar
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30

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Limited hereby notifies you in accordance with Section 200 of the Companies Act, 1948, that:

1970

If change consists of the appointment of new Director or Secretary fill in also particulars below). -a. ure and date of change ÷

ARBORITE MERCHANTS

October, **5**th on the Company of resigns as Secretary ARTHUR HERBERT THOMAS

replaced .cd and

the undermentioned by day same the go Secretary

	Destruction of New Director or Secretary + (Columns 1.	r Secretary+	(Columns 1, 2 and 4 only need be completed for a Secretary).	for a Secretary).	
Latincula	IS OF LICH CARGO		Timel recidential address	D 2001 Series and narriculars	UDate of
NAME (In the case of an individual, present Christian name) or names and surname. It the case	Any former Christian name or names and surname.	Nationality.	(In the case of a corporation, the registered or principal office.)		birth.
	7	0			
		N.G.N.C.	5 Falcon House,	Director	
Col. Alan Brook Pemberton			202 Old Brompton Road,		
i			London, S.W.5.		
		***************************************			
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THE TOTAL PROPERTY AND THE TOTAL PARTY AND THE TOTAL PROPERTY AND THE TOTAL PROPERTY AND THE PROPERTY AND TH					
				in Greet Britain of which the director is also a director, should be given, except	de given, except

"Director" includes any person who occupies the position of a director by whatsoever name called, and any person in accordance with whose elections or instructions the directors of the company are accustomed to act.
 "Christian name" includes a forename, and "surname", in the case of a peer or person usually known by a title different from his surname, means that title.
 "Forner Ciristian name" and "former surname" do not include—

(a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or
(b) in the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty years; or bearing the name attained the name or surname by which she was known previous to the marriage.

October ф ΓÇ Date...

If Deres of birth need only be given in the case of a company which is subject to section 185 of the Companies Act, 1948, namedy, a company which is not, a private company or which, being a private company, is the subsidiary of a body corporate incorporated in the United Kingdom which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern freland and having provisions in ite company, would, if it had been registered in Great Britain, entitle it to rank as a private company.

name and principal office of the firm may be stated + Where all the partners in a farri are joint secretaries, the

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Signature. 70. 61

CONOMY PRODUCTS LTD., Company Registration Specialists,

BUSINESS

Presented by

19 WALKER STREET, EDINBURGH, 3 (CAL 1167-9)

(State whether Directs

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY S ARES

### Memorandum of Association

(As altered by Special Resolution passed 7th October, 1970)

OF

# Diversified Corporate Services Limited.

- 1. The name of the Company is "ARBORITE MERCHANTS LIMITED".
- 2. The registered office of the Company will be situate in England.
- 3. The objects for which the Company is established are:-
  - To carry on business as general defensive security agents, consultants and advisers and general investigators.
  - To carry on business in connection with all kinds of advice in regard to security and to sell equipment in connection with defensive security and security generally.
  - To carry on any other business of any description which may be capable of being advantageously carried on in connection with or ancillary to the objects of the Company or any of them.
  - To p chase, sell, exchange, mortgage, charge, rent, let on lease, him. surrender, license, accept surrenders car, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down,

The name of the Company was changed to DIVERSIFIED CORPORATE SERVICES LIMITED by Special Resolution passed on 7th October, 1970.

1 7 / 1970 Office 46

repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the purposes of the Company's business.

- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, fire or company, carrying on or person, fire or company, carrying on or Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
  - (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.
  - (g) To sell, let, license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
  - (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.
  - (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
  - (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company,

having for its objects similar objects to those of this Company or any of them.

- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (1) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (q) To establish and support and aid in the establishment and support of funds and trusts calculated to benefit employees or ex-employees of the Company or the dependants or connections of such persons and to grant pensions and allowances to any such persons.

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- (r) To distribute any property of the Company in specie among the members.
- (s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

- 4. The liability of the members is limited.
- 5. The Share Capital of the Company is £100 divided into 100 shares of £1 each, with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

WE, the several persons whose names, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers.	Number of Shares taken by each Sub- scriber.
JEAN HERBERT, 133 Moorgate, London, E.C.2.	ONE
THOMAS ARTHUR HERBERT, LL.B., 133, Moorgate, London, E.C.2.	ONE
BARRISTER-AT-LAW.	

DATED the 3rd day of AUGUST, 1970.

WITNESS to the above Signatures :-

CHRISTINE FREDA HERBERT, 133 Moorgate, London, E.C.2.

COMPANY DIRECTOR.

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# THE COMPANIES ACTS 1948 TO 1967

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Dompany	DIVERSIFIED CORPOR	ATE SERVICES	LIMITED
_ •	Pursuant to section 52 (1) of the	he Companies Act 1948.	
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	C)1.	ares allotted payable in cash	
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	d or due and payable on each such	Share	£1(on 3650 shares
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#### NAMES, DESCRIPTIONS AND ADDRESSES OF THE ALLOTTEES

Name and Description	Address	Number of Shares allotted		
2.11.220 0212 .5000.151101		Preference	Ordinary	Other kinds
COLONEL A.B. PEMBERTON	14 Great Smith St.		3650	
	London S.W.1.			
FULCRA FINANCE LIMITED	33 Cork Street		1250	
	London W.1.			
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	·			·
	Total		4900	

Signature allenbulin

(State whether Director or Secretary) Dieth

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## THE COMPANIES ACTS 1948 to 1967

#### Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

	Insert the Name of Company	DIVERSIFIED	CORPORATE	SERVICES
		7	ITED	
	Registrar	of Companies within 14 days from the Company and every officer of the	trying the date the happening the Company who	Secretary of a Company or in any of of the change, must be given to the ereof (section 200 (5) (b)). If default is in default is liable to a default fine entor's Reference
		MESSRS. TAYLOR & HUMBE	RT,	diberra nasoma
		2 RAYMOND BUILDI	NGS,	······································
₩		GRAY'S INN,	LONDON W.C	.1.

Form No. 9A (No filing fee payable)

OFFICE 1

The Solicitors' Law Stationery Society, Limited

191-192 Fleet Street, E.C.4; 3 Buckler bury, E.C.4; 49 Bedford Row, W.C.1; 15 Hanover Street W1R 9HG; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4EA; 19 & 21 North John Street, Liverpool L2 5RF; 28-30 John Dalton Street, Manchester M3 6HR; and 14-22 Renfrew Court, Glasgow, C.2-102.23-1-70

Companies 6 IA

: 1 - 392.23-1-70

LIMITED hereby notifies you in

1971

a Director of the Company on 30th January

SERVICES DIVERSIFIED CORPORATE accordance with Section 200 of the Companies Act 1948 that:-

yuy Lomax was appointed Mr. Here specify nature and date of change. If change consists of the appointment of a new Director or Secretary fill in also Parliculurs below.

PARTICULARS OF NEW DIEHCTOR\* OR SECRETARY (Columns 1, 2 and 4 only need be completed for a Secretary)

a corporation, the corporate name) ¶	names and surnam.		(In the case of a corporation, the registered or principal office)		
Guy Lomax		Bri ti sh	Temple Grange, Iver Heath, Buckinghamshire.	Company Director (see list attached)	

19) (all 19)

• " Director" includes any person who occupies the position of a Director by whateoever name called, and any person in accordance with whose directions or instructions the directors of the company are accustomed to act.

† " Obristian nume" includes a forename, and "\*\*\*turname," in the case of a peer or person usually known by a title different from his surname, means that title.

\* Yorner Christian name." and "former surname." do not include—
 (a) in the case of a peer or a person neually known by a British tile diff tent from his surname, the name by which he was known previous to the adoption of or succession to the title; or previous to the adoption of or succession to the title; or previous to the adoption of or succession to the title; or the case of any person, a former Christian name or surname where that name or surname was changed or disused for a period of not less than twenty pears to be an marriage, narrance in the case of a marriage.

surname by which she wes known previous to

i Dates of birth need only be given in the case of a company which is subject to rection 186 of the Companies Act 1948, namely, a company which is not a private comp. as on a private company, is the subsidiary of a body corporate incorporated in the United Eingdom which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions in its constitution which would, if it had been registered in Great Eritain, cuttie it to rank as a private company.

Directorships.—The names of all bodies corporate inserpments in Great Britain of which the Director is also a director should be given, except bodies corporate of which the company making the return is the wholly owned subsidiaries either of the company or of another company of which the company is the wholly owned subsidiary. A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other wholly owned subsidiary of subsidiaries and its or their nominees. If the space provided in the form is insufficient, particulars of other directorships should be listed on a separate starment attached to this form.

W. Junharton

Signature.....

TWhere all the partners in a firm are foint secretarie. In name and principal office of the firm may be need.

A CHARLES

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#### MR. LOMAX'S DIRECTORSHIPS

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1.	Amari	Limited.

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- 2. Associated Trust Holdings Limited.
- 3. Brookdeal Electronics Limited.
- 4. Ceta Electronics Limited.
- 5. East-West Fund Inc.
- 6. Fitzroy Films Limited.
- 7. Brigitte Films Limited.
- 8. Fitzroy Music Limited.
- 9. Fleming Instruments Limited.
- 10. Fulcra Finance Limited.
- 11. Los Angeles-London Investors Inc.
- 12. M.G. Scott Limited.
- 13. Structural Communication Systems Limited.
- 14. Very Important Films Limited.
- 15. Wilmark Research & Developments Limited
- 16. Wilmark Technology Inc.

C. H

No. 990443

# THE COMPANIES ACTS 1948 to 1967

#### RESOLUTIONS

of

# DI"ERSIFIED CORPORATE SERVICES LIMITED

#### Passed 20th January 1971

AT an EXTRAORDINARY GENERAL MEETING of the Company held at 2 Raymond Buildings Gray's Inn London W.C.1. on Wednesday 20th of January 1971 the following Resolutions were passed:

#### 1. ORDINARY RESOLUTION

That the authorised share capital of the Company be and it is hereby increased from £100. to £5,000. by the creation of 4,900 new shares of £1. each, such new shares to rank pari passu in all respects as one class with the original Shares of £1. each in the capital of the Company

#### 2. SPECIAL RESOLUTION

That the Articles of Association of the Company be and are hereby amended as follows:

(A) by the deletion of existing Article 3 and the insertion of the following new Articles

l, H

#### ISSUE OF SHARES

"3.(1) Subject as provided in paragraph (2) of this Article all unissued shares shall be under the control of the Directors who may allot, grant options over or otherwise dispose of such shares to such persons at such times and for such consideration and upon such terms and conditions as the Directors may determine but so that no shares shall be issued at a discount except in accordance with Section 57 of the Act.

& Speril

(2) Unless otherwise determined from time to time by the Company in General Meeting, any shares for the time being unissued and any new shares of any class hereafter created shall, before they are issued, be offered on the same terms to the then existing holders of shares in proportion, as nearly as may be, to the number of shares held by them respectively. Such offer shall be made by notice specifying the number of shares offered and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of person to whom the an intimation from t offer is made that he declines to accept the shares offered, the Directors may, subject to these Articles, dispose of me in such manner as they think most beneficial to the Company. The Directors may likewise dispose of any unissued shares which, by reason of

the proportion borne by them to the number of persons entitled to such offer as aforested, or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered under this Article.

#### TRANSFER OF SHARES

- 4. An instrument of Transfer of fully paid shares need not be executed by or on behalf of the transfere. Regulation 22 of Table A shall be modified accordingly.
- 5.(1) The Directors may in their absolute discretion and without assigning any reason therefor refuse to register any transfer of shares whether fully paid up or not. Regulation 3 of Part 11 of Table A shall not apply.
- (2) Every Me r or other person entitled to shares who intends to transfer shares (hereinafter called "the Vendor") shall give notice in writing (hereinafter referred to as "a transfer notice") to the Directors of his intention. Such notice shall constitute the Directors his agent for the sale of the said shares in one or more lots, at the discretion of the Directors, to Members of the Company at such price ("the transfer price") as may be agreed upon between the Vendor and the Directors or in default of agreement at such price as an independent firm of Chartered Accountants shall certify in writing to be

thereof as between a willing vendor and a willing purchaser, such independent firm of Chartered Accountants to be nominated by the Vendor and the Directors or in default of agreement by the President of the Institute of Chartered Accountants in England and Wales for the time being. A transfer notice shall not be withdrawn except with the consent of the Directors.

**新文化学品の配用的な影響は特別ない。** 

(3) Upon the transfer price being fixed the Directors shall forthwith give notice in writing to all the Members of the Company (other than the Vendor) of the number and transfer price of the shares to be sold inviting each of them to state in writing within 28 days from the date of the said notice whether he is willing to purchase any and, if so, what maximum number of the said shares. At the expiration of the notice the Directors shall allocate the shares to the Members who shall have notified their willingness to purchase and in the case of competition in proportion (as nearly as may be and without increasing the number of shares allocated to any Member beyond the number so notified by him) to the amount of the existing shares of which they are the holders. Upon any such allocation being made, the Vendor shall be bound, on parment of the transfer

price, to transfer the shares to the purchaser or purchasers and, if he makes default in so doing, the Directors may receive and give a good discharge for the purchase money on behalf of the Vendor and may authorise some person to execute transfer of such shares in favour of the purchaser or purchasers and may enter the name or part of the purchaser or purchasers in the Register of Members as the holder or holders by transfer of the said shares so purchased by him or them.

shares not being allocated under paragraph

(3) of this Article or if through any fault

of the purchaser the purchase of any shares in

respect of which any transfer notice shall be

given shall not be completed within 21 days of

such allocation, the Vendor shall, at any time

within six calendar months after the

expiration of the said period of 28 days, be

at liberty to transfer the shares not 30

allocated to any person and at any price not

being less than the transfer price.

- (5) Paragraphs (1) to (4) of this Article shall not apply to any particular transfer of shares in respect of which all the Members for the time being of the Company shall have a need in writing that the said paragraphs are not to apply.
  - (6) The Directors shall register any

transfer made pursuant to paragraphs (2) and (5) of this Article unless registration thereof would increase the number of members beyond the prescribed limit or would permit the registration of a transfer of shares on which the Company has a lien."

(B) by the re-numbering of the remaining Articles consequent on the amendments referred to in sub-clause (A) of this Resolution

DATED 20th January 1971

A.B. PEMBERTON

Chairman.

6-00 PMF 73-00 Number of 990 Company

# THE COMPANIES ACTS 1948 to 1967

		section 63 of the Companies Act REASE may not be required with thi		
	To the REGISTRAR OF C	COMPANIES		
knoog Combat	DIVE	RSIFIED CORPORATE SEF	RVICES	
об Стори <b>цу</b>				
or (w.Cadery" or "Extraordinary" or "operat".	Limited, hereby gives you notice, pursuant to Section 63 of the Companies  Act 1948, that by an ORDINARY Resolution of the Company dated the 20th day of January 19.71 the nominal capital			
<b>6</b>	of the Company has been £4,900 beyo	increased by the addition and the registered capital of £		
	The additional capital is div	vided as follows :—		
	Number of Shares	Class of Share	Nominal amount of each share	
	4900		£1 Q	
<u></u>		-1		
n <del>(a)</del>	follows:—  ***If any of the new shares are Preference S the conditions should be set out separa  to rank pari passu in	new shares have been, or a hares state whether they are redeemable or notely by way of annexure.  no all respects and as of £1 each in the cap:	ot. If the space below is insufficient  one class with	
- Eleganor	<b>V</b>	whether Director die		
	Dated t	he 18 h day of De	brang 1971.	
	Presented by	Presentor's	Reference RL	
	MESSRS. TA	YLOR & HUMBERT,	$\bigcap$	
	2 RAYI	MOND BUILDINGS,		
		GRAY'S INN, LONDON W.	C.1. Form No. 10	

M. Frank Tumber of 990443

'ompany |

THE STAMP ACT 1891

Company Limited by Shares

STATEMENT OF INCREASE OF THE NO CAPITAL

 $\mathbf{OF}$ 

DIVERSIFIED CORPORATE SERVICES



### LIMITED

Pursuant to Section 112 of the Stamp Act 1891, as amended by Section the Finance Act 1899, by Section 39 of the Finance Act 1920, and Section 41 of the Finance Act 1933.

NOTE.—The Stamp duty on an increase of Nominal Capital is Ten Shillings for every £100 or fraction of £100.

This Statement is to be filed with the Notice of Increase which must be filed pursuant to Section 63 (1) of the Companies Act 1948. If not so filed within 5 days after the passing of the Resolution by which the Capital is increased interest on the duty at the rate of 5 per cent per annum from the date of the passing of the Resolution is also payable. (Section 5 of the Revenue Act 1903.)

Prevented by

Presentor's Reference.....

RL

MESSRS. TAYLOR & HUMBERT,

2 RAYMOND BUILDINGS,

GRAY'S INN, LONDON W.C.I.

Form No. 26a

The Solicitors' Law Stationery Society, Limited. 191-192 Fleet Street, E.C.4; 3 Bucklersbury, F.C.4; 49 Bedford Row, W.C.1; 14 Honover Street WIR 9HG; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4FA; 19 & 21 North John Street, Liverpool L2 5RF; 28-30 John Dalton Street, Manchester M3 6HR; 14-22 Renfrew Court, Glasgow, C.2.

PRINTERS AND PUBLISHERS OF COMPANIES' BOOKS AND FORMS

F18122.7-1-70

Companies 6B

# Note-This margin is reserved for binding and must not be written across

# THE NOMINAL CAPITAL

OF or

DIVERSIFIED CORPORATE SERVICES
Limited
has by a Resolution of the Company dated 20th January 1971
19 been increased by the addition thereto of the sum of
£ 4,900 divided into:—
4,900 Shares of £1 each
Shares ofeach
beyond the registered Capital of £100
Fignature allumentin.
(Su'; whether Director or Secretary)
Dated the day of July 197

I sert the

# THE COMPANIES ACTS 1948 to 1967

# Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies A., 1948)

Diversified Corporate Services Limited

	Fame of Company	
	\	LIMITED
		•
	the particula	on of any change among the Directors or in the Secretary of a Company or in any of irs contained in the register, specifying the date of the change, must be given to the Companies within 14 days from the happening thereof (section 200 (5) (b)). If default Company and every officer of the Company who is in default is liable to a default fine $(7)$ ).
	Presented by	Presentor's Reference
		Colonel Alan Brooke Pemberton MBE
	•	Diversified Corporate Services Limited,
•		14 Great Smith Street, London, S.W.1

Oyez Publishing Limited, Oyez House, Breams Buildings, London EC4P 4BU. Publishing Subsidiary of The Solicitors' Law Stationery Society, Limited.

Companies 6 IA

Form No. 9A (No fixing fee payable)

LIMITED hereby notifies you in DIVERSIFIED CORPORATE SERVICES

DIRECTOR of this COMPANY on 9th May 197

became a

RICHARDS

ASTLEY

accordance with Section 200 of the Companies Act 1948 that Here specify noting and date of change.

If change consists of the arroinfment of a new Director or Secreary fill in 1150 particulars below.

4 only need be completed for a Segretary) and 07 PARATCULARS OF NEW DIRECTOR\* OR SECRETARY (Columns 1,

e:	જ	(3)	ঝ	1.0	9
Name (In the case of an individual, present Christian int or names and surname,† In the case of a corporate name) ¶	Any former Christian name or names and surname ‡	Nationality	Usual residential address (In the case of a corporation, the registered or principal office)	Breiness occupation and particulars of other directorships §	Date of Birth
Roy ASTLEY RICHARDS OBE	1	3ritish	The Presbytery, Medmei.ham, Buckinghamshire.	Special Carsultart	20 Oct 1911

Pate 16th May 1972

\* " Dirretor" includes any person who occupies the position of a Director by whatsoever name called, and any general in accordance with whose directions or instructions the directors of the company are accustomed to act.

\* "Chr. itian name" includes a : coname, and " rumiame," in the c. 'e of a peer or person renally known by a title different from his carsame, means that title.

# Ponner Christian name." and "former surname" do not include—
(a) in the ease of a peer or a person usually known by a British title different from his surname, the name by which he was known previous to the adoption of or succession to the title; or (c) in the case of any person, a former Christian name or surname where that name or surname was changed or disused before the person bearing the name attained the ces of dipteen years or has been changed or distribution to the sea that strenty person.

jenes; or (c) la the case of a married woman the name (2 name by a hich she was known previous to timesse.

I Defer of ourth need only be given in the case of a company which is subject to section 135 of the Companies Act 1943, namely, a company which is not a private company or which, being a private company is the subsidiary of a body correcte incorporated in the United Kingdom which is relater a private company nor a company registered under the law relating ... companies for the time being in force in Northern Ireland and having provisions in its construction which would, if it had been registered in Great Britain, eattile it to rank as a private company. iDirectorities.—The names of all bodies corporate monthonised in Sras' Britain of which the Director is also a director should be given, except bodies corporate of which it's company making the return is the wholly owned subsidiarly either. The occupant of another company of which the company is the wholly owned subsidiarly elected to be not wholly owned subsidiarly of another if it has no members except the content of the or wholly owned subsidiarly of sucher if it has no members except the content and this other wholly owned subsidiarles and the or their nominees. If the structure is now in the interfacent, particulars of other directorables should be listed on a separate statement attached to this form.

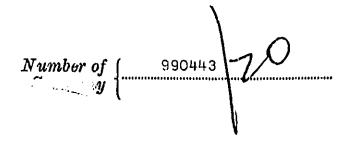
Director

whalm

Signature....

... w Whether Director or Secretary)

There all the partners in a firm are foint sea taries in name and principal office of the firm may be ised.



# THE COMPANIES ACTS 1948 to 1967

### Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

Insect the Russe of the Company	DIVERSIFIED CORPORATE SERVICES	
the tempany		
	LIMITED	
	**************************************	
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-Notification he particular legistrar of C made the C section 200 (7	n of any change among the Directors or in the Secretary of a Compare contained in the register, specifying the date of the change, must companies within 14 days from the happening thereof (section 200 (5) company and every officer of the Company who is in default is liable to 7)).  Presentor's Reference	
section 200 (7	7)).	
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section 200 (7	Presentor's $Reference$	
section 200 (7	Presentor's Reference	

Companies 6 IA

COMPANIES REGISTRATION

COMPANIES,
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REGISTRAR
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accordance with Section 200 of the Companies Ac. 1948 that:    John Richard Pilkington of 35 Iverna Gardens, London W.3. resigned from the late of denies.   John Richard Pilkington of 35 Iverna Gardens, London W.3. resigned from the late of denies.   John Richard Pilkington of 35 Iverna Gardens, London W.3. resigned from the late of denies.   John Richard Continues of May Directors.   Paratrottars of May Directors.   Paratrottars of May Directors.   Special May Directors.   Special May Directors.   Paratrottars of May Dire	***************************************	DIVERSIFIED CORPORATE SERVICES	RATE SERVI	CES	LIMITED Lereby notifies you	s you in
John Richard Pilkington of 36 Iverna Gardens, Lond above mentioned cc. "v on the 29th June, 1973.  PARTICULARS OF NEW DIRECTOR* OR SEGRETARY (Columns lividual, present Christian name or names and surname; In the case of names and surname; In the case of the corporate name) \( \text{T} \)    \( \frac{\text{L}}{\text{L}} \)   \( \frac{\text{L}}{\	accordance with Section 20	00 of the Companies Ac. 19	£8 that:—			
above mentioned cc. "v on the 29th June, 1973.  PARTICULARS OF NEW DIRECTOR* OR SECRETARY (Columns livindal, present Christia  Any former Christian name or names and surman of the case registered he corporate name) \( \frac{1}{4} \) \text{ Any former Christian name or names and surman of the case and surman of the case and surman of the corporate name) \( \frac{1}{4} \)  Any former Christian name or names of names and surman of the case and surman o		Pilkington of	Iverna	London W.8.	from	***************************************
SARTICULARS OF NEW DIRECTOR* OR SECRETARY (Columns control tributian and surname or names and surname of name) Tregistred registered to name) Tregistred and surname of name) Tregistred registered and surname of names and surname of name) Tregistred registered and surname of name) Tregistred registered and surname of names and	-	ed ac	e 29th June			
Name of the case o	PARTICULAI	)R*	SECRETARY	Columns 1,		
11 to gray 1973		2 Any former Christian name or names and surnamo ‡	3 Nationality	4 Usual residential address (In the case of a corporation, the registered or principal office)		6 Date of Birth
11 E. July , 1973						,
NOTES	11 E guly	1973			A Strubulu	
	<b>a</b> 1	NOTES		Directorships.—The names of	(all bodies corporate incorporated in Great Britain of which the Director is also a direct	tor should be given,

the position of a Director by whatsoever name called, and any person in accordance with tors of the company are accustomed to act.
.. \*eurnams,..\* in the case of a peer or person usually known by a title different from his • "Director" includes any verson who occupies in whose directions or instructions the direct • "Christian name" includes a forename, and surname, means that title.

wholly owned subsidiaries either of the company of of any ber company of which the company is the wholly owned subsidiary.

A bedy corporate is deemed to be the wholly owned subsidiary at another if it has no members except that other and that others wholly owned subsidiaries and its or their nominees. If the space provided in the form is insufficient, perticulars of other directorability should be listed on a separate statement attached to this form.

il Data of birth need only be give: in the case of a company which is subject to action 185 of the Companies Act 1948, namely, a company which is not a private company or which, being a private company is the subsidiary of a body corporate incorporated in the United Kingdom, which is notiber a private company nor a company registered under the law relating to companies for the time being in force in Northern Ireland and having provisions in its constitution which would, if it had been registered in Great Entain, entitle it to rank as a private company.

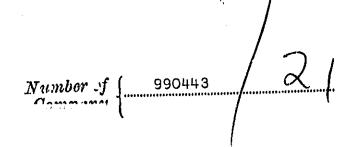
to rank as a private company. Where all the partners in a firm ore foirt econtaries and principal office of the firm may be the firm of th

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# HE COMPANIES ACTS 1948 to 1967

# Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

DIVERSIFIED CORPORATE SERVICES LIMITED

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\	LIMITED	
. narticulars	of any change among the Directors or in the Secretary of a Company of contained in the register, specifying the date of the change, must be gmpanies within 14 days from the happening thereof (section 200 (5) (b)). mpany and every officer of the Company who is in default is liable to a company who is in default in the company who is in the	it deiam
o <b>d</b> by	Presentor's Reference	****************
) (1997 - 1997)	Colonel A. B. Pemberton MBE	
	Managing Director,	•••
	Diversifed Corporate Services Limited.	

Form No. 9A (No flingsfee payable) ㅁ

SERVICES DIVERSIFIED CORPORATE

200 of the Companies Act 1948 that:accordance with Section

Company Secretary on 13th August 1973 Alan Brooke Pemberton resigned as

Secretary on the 13th August

Here specify nature and date of change. If change consist of the appointment of a new Director or Secretary fill in also particulars below.

1973. Patricia Stephen Law was appointed Company 2 and 4 only need be completed for a Secretary) OR SECRETARY (Columns 1,

			0)1
ď	Date of Birth		
	5 Business occupation and particulars of other directorships §		10 00 00 00 00 00 00 00 00 00 00 00 00 0
( commo)	4 Usual residential address (In the case of a corporation, the registered or principal office)	16 Sinclair Mansions, Richmond Way, London W 12.	
OR SECKETAKI	3 Nationality	BRITISH	
PARTICULARS OF NEW DIRECTOR* OR SECRETARI (COLUMN 1) -	2 Any former Christian name or names and surname ‡		
PARTICULARS	Name (In the case of an individual, present Caristian name or names and surname.† In the case of	PATRICIA STEPHEN LAW	

\*1973 Date\_\_\_\_\_15th August

• " Director" lactudes any person who occupies the position of a Director by whatsoever name called, and any person in accordance with whose directions or instructions the director of the company are accurioned to act.

"eurname," it the case of a peer or person usually known by a title different from his † " Christian name" lacludes a forcasme, and surname, means that title.

"Friedorships.—The names of all bodies corporate incorporated in Great Britain of which the Direct affects abound be given, wholy owned substitutes either of the company making the return is the wholy owned substitutes either of the company making the return is the wholy owned substitutes either of the company contract which the company is the wholly owned substitute.

A body corporate is deemed to be the wholly owned subsidiary of another if it has no members except that other and that other wholly owned substitutes and its or their nominees. If the space provided in the form is insufficient, particulars of other directorships should be liked on a separate statement attached to this form. (State whether Director or Sourtage) Signature.....

i, i

A Date of birth need only be given in the case of a company which is subject to seedion 185 of the Companies Act 1948, namely, a company which is net a private company or which, being a private company, is the subsidiary of a body corporated included in the United Ringdom which is neither a private company nor a company registered under the law relating to companies for the time being in force in Northern treland and having provisions in its constitution which would, if it had been registered in Great Britain, entitle it to rank as a private company.

Where all the partners in a firm ore for secretaries the name and principal office of the Lyn may be stated.

Number of {	990443	
Company \	/-	ry

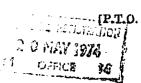
# THE COMPANIES ACTS 1948 to 1967

# Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to Section 200 of the Companies Act 1948)

Insert the Name of the Company	DIVERSIFIED CORPORATE SERVICES
(	LIMITED
nortia	tion of any change among the Directors or in the Secretary of a Company or in any of contained in the register, specifying the date of the change, must be given to the f Companies within 14 days from the happening thereof (section 200 (5) (b)). If default e Company and every officer of the Company who is in default is liable to a default fine $0$ (7)).
Presented by	Presentor's Reference
••	DIVERSIFIED CORPORATE SERVICES LTD.,
Ď	14 Great Smith Street.
	London, S.W.1.
	Form No. 9A (No filing fee payable)

Cycz Publishing Limited, Oyez House, Breams Buildings, London EC4P 4BU. Publishing Subsidiary of The Solicitor: Law Stationery Society, Limited. F20413.29-3-72



SERVICES
CORPORATE
DIVERSIFIE.

LIMITED hereby notifies you in

# accordance with Section 200 of the Companies Act 1948 that :-

6 Date of Birth []		
5 Business occupation and particulars of other directorships §		
4 Usual residential address (In the case of a corporation, the registered or principal office)	11 CAMBRIDGE PLACE, LONDON, W.8.	
3 Nationality	BRITISH	
2 Any former Christian name or names and surname ‡	MARGARET PATRICIA	
Name (In the case of an individual, present Christian name or names and surname.† In the case of a corporation, the corporate name,	CRAIG	
	Any former Christian name or Nationality (In the case of a corporation, the names and surname tegistered or principal office).	Any former Christian name or nationality (In the case of a copporation, the names and surname the sides of a copporation, the registered or principal office).  MARGARET PATRICIA BRITISH 11 CAMBRIDGE PLACE, LONDON, W.8.

17th May, Daje.....

10...74

\*\* Director " includes any person whe recupies the position of a Director by whateoever name called, and any person in accordance with whose directions or instructions. "directors of the company as a secusioned to act.

\*\* Christian name" includes a ferena, 18, 31. "surname," in the caso of a peer or person usually known by a title different from his surname, means that title.

\*\* Forner Christian name" and "former surname" do not include—

(a) in the case of a peer or a person usually known by a British title different from his surname, the name by which he was known (b) in the case of a peer or a person, a former Christian name or surname where that name or surname was changed or disused before the precord of any freedom of a succession to the fillen name or surname where that name or surname was changed or disused for a period of not less than twenty pears borning the name attained the age of eighteen years or has been changed or disused for a period of not less than twenty pears; or the case of a married weman the name of an married weman the name of a married we was changed or disaused for a married we was a married when the name of a married we was changed or disaused or disaus

(State whether.—The names of all bodies corporate incorporated in Grat Eritain of which the Director is also a director abound be given, except bodies corporate of which the company making the remains which the company or of another company of which the company or bodies corporate which are the A body corporate is decimed to be the wholly owned subsidiary of company of which the company is the wholly owned subsidiary and the wholly owned subsidiary of company is nother or the wholly owned subsidiary which owned subsidiaries and its or their nominees. If the space provided in the form is insufficient, particulars of other directorabips should be listed on a separate statement attached to this form.

Signature.....

il Dzies of birth need only be given in the case of a company which is subject to section 135 of the Companies Act 1948, namely, a company which is not a private company or which, being a private company fisher subsidiary of a body corporate incorporated in the United Kingdom which is neither a private company for a company registered under 21e law relating to companier for the time being in force in Northern Ireland and having provisions in its constitution which wend, if it had been registered in Great Britain, entitle it to rank as a private company.

There all the partners in a firm are foint secretarite Danne and principal office of the firm may be

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### THE COMPANIES ACTS 1948 TO 1967

COMPANY LIMITED BY SHARES

### SPECIAL RESOLUTION

OF

### DIVERSIFIED CORPORATE SERVICES LIMITED

Passed 16th December 1974

AT an EXTRAORDINARY GENERAL MEETING of the above-named Company, duly convened, and held at 68 St James's Street

LONDON S.W.1. on Monday the 16th day of December 1974, the subjoined Special Resolution was duly passed, viz:-

### RESOLUTION

THAT the Articles of Association of the Company be replaced in their entirety by the Articles of Association already prepared, a copy of which has been initialled by Colonel A.B. Pemberton for poses of identification, and that the Secretary be directed forthwith to Register the same with the Registrar of Companies.

Signature

Director

### THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

### MEMORANDUM

and

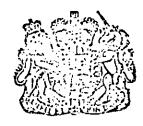
ARTICLES OF ASSOCIATION

OF

DIVERSIFIED CORPORATE SERVICES LIMITED

Incorporated the 29th day of September 1970

No. 990443



# Certificate of Incorporation

ON

Change of Name

No. 990443

### I HEREBY CERTIFY that

ARBORITE MERCHANTS LIMITED

having by special resolution and with the approval of the Board of Trade changed its name, is now incorporated under the name of

DIVERSIFIED CORPORATE SERVICES LIMITED

GIVEN under my hand at London the 19th October, 1970.

F. L. KNIGHT
Assistant Registrar of Companies

### THE COMPANIES ACTS 1948 to 1967

### COMPANY LIMITED BY SHARES

### MEMORANDUM OF ASSOCIATION

-of-

### DIVERSIFIED CORPORATE SERVICES LIMITED

- 1. The name of the Company is "DIVERSIFIED CORPORATE SERVICES LIMITED".
- 2. The registered office of the Company will be situate in England.
- 3. The objects for which the Company is established are:-
  - (a) To carry on business as general defensive security agents, consultants and advisers and general investigators.
  - (b) To carry on business in connection with all kinds of advice in regard to security and to sell equipment in connection with defensive security and security generally.
  - (e) To carry on any other business of any description which may be capable of being advantageously carried on in conjunction with or ancillary to the objects of the Company or any of them.
  - (d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other property, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the Company's business.

- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
- (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.
- (g) To sell, let license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company, upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.
- (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.

- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (1) To draw, make, accept, endorse, discount, execute and issue promisory notes, bills of exchange, debentures, warrants, and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incluental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.
- (q) To establish and support and aid in the establishment and support of funds and trusts calculated to benefit employees of ex-employees of the Company or the dependents or connections of such persons and to grant pensions and allowances to any such persons.
- (r) To distribute any property of the Company in specie among the members.

(s) To do all such other thins as are incidental or conducive to the attainment of the above objects or any of them.

It is decalred that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

- 4. The liability of the members is limited.
- 5. The Share Capital of the Company is £5,000 divided into 5,000 shares of £1 each with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.
- \* The above capital of the Company was increased from £100 divided into 100 shares of £1 each to £5,000 divided into 5,000 shares of £1 each by Resolution of the Company dated 20th January 1971.

WE, the several persons whose sames, addresses and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Names, Addresses and Descriptions of Subscribers	Number of Shares taken by each Subscriber
JEAN HERBERT, 135 Moorgate London E.C.2. COMPANY DIRECTOR	ONE
THOMAS ARTHUR HEPPURT LL.P. 155 Moorgate London E.C.2.  BARRISTER-AT-LAW	ONE

DATED the 3rd day of AUGUST, 1970.

WITNESS to the above signatures :-

CHLISTINE FREDA HERBERT 133 Moorgate London E.C.2.

COMPANY DIRECTOR.

### THE COMPANIES ACTS 1948 to 1967

### COMPANY LIMITED BY SHARES

### ARTICLES OF ASSOCIATION

o.t

### DIVERSIFIED CORPORATE SERVICES LIMITED

### PRELIMINARY

- 1. The following regulations and (subject as provided in these Articles) the regulations contained in Part II of Table A in the First Schedule to the Companies Act, 1948 as amended by the Companies Act, 1967 (in these Articles called "Table A") shall constitute the regulations of the Company, but in case of any variation or inconsistency between these regulations and Table A, these regulations shall prevail.
- 2. Regulations 24, 53, 75, 77 and 89 to 97 (inclusive) in Part I of Table A shall not apply to the Company.

### SHARES

- Article all unissued shares shall be under the control of the Directors who may allot, grant options over or otherwise dispose of such shares at such times and for such consideration and upon such terms and conditions as the Directors may determine but so that no shares shall be issued at a discount except in accordance with Section 57 of the Act.
  - (B) Unless otherwise determined from time to time by the Company in General Meeting, any shares for the time being unissued and any new shares of any class hereafter created shall, before they are issued be offered on the same terms to the then existing holders of shares in proportion, as nearly as may be, to the number of shares held by them respectively. Such offer shall be made by notice specifying the number of shares offered and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept

the shares offered, the Directors may, subject to these Articles, dispose of the same in such manner as they think most beneficial to the Company. The Directors may likewise dispose of any unissued shares which, by reason of the proportion borne by them to the number of persons entitled to such offer as aforesaid, or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered under this Article.

### TRANSFER OF SHARES

- 4. The instrument of transfer of a fully paid share need not be executed by or on behalf of the transferee and regulation 22 in Part I of Table A shall be modified accordingly.
- 5. (A) Notwithstanding anything in these Articles to the contrary any share may be transferred by a member to the spouse or child of that member, and any share of a deceased member may be transferred to the widow, widower, son or daughter of the deceased member or to the executors or administrators of any such deceased member.
- (B) Except for any shares held by Colonel Alan Brooke Pemberton or his personal representatives and subject to the provisions of paragraph (A) above the right to transfer shares shall be subject to the following restrictions:-
  - (1) A member (or other person entitled to transfer a share registered in the name of a member) who wishes to transfer or otherwise dispose of any shares (called "the transferer") shall give notice in writing (called a "sale notice") to the Company that he wishes to transfer the same. Every sale notice shall be in respect of only one class of shares and shall specify the number of shares which the transferor wishes to sell and shall constitute the Company his agent for the sale of those shares to the other members at the prescribed price ascertained in accordance with the provisions of sub-paragraph (5) hereof. A sale notice shall not be withdrawn except with the consent of the Directors.
  - (2) The Company shall within 14 days after a sale notice is given offer the shares comprised in that sale notice to each member (other than the transferor) for purchase at the prescribed price on the terms that, in the case of competition the shares so offered shall be sold to the persons accepting the offer in proportion (as nearly as may be and without increasing the number sold to any person beyond the number applied for by him) to their existing holdings of shares and on the terms that the transferor shall not be bound to sell any shares unless all the shares comprised in the sale notice are accepted by one or more members. Every such offer shall be in writing and shall remain open for acceptance for the period (called "the offer period") expiring 30 days after the ascertainment of the prescribed price.

. . . .

- If the Company shall during the offer period find members (called "the purchasers") willing to purchase all the shares comprised in a sale notice, the Company shall give written notice to the transferor of the name and address of each purchaser and the number of the shares agreed to be purchased by him, whereupon the transferor shall be bound, upon payment of the prescribed price, to transfer to the purchasers the shares agreed to be purchased by them respectively. The sale and purchase shall be completed at a place and time (being not less than seven days nor more than 14 days after the expiry of the offer period) to be appointed by the Directors.
- (4)If the transferor shall fail to transfer any share which he has become bound to transfer, the Directors may authorise some person to execute on his behalf a transfer of the share to the purchaser and may receive the purchase money and shall thereupon register the purchaser as the holder of the share and issue to him a certificate for the same, whereupon the purchaser shall become indefeasibly entitled thereto. The transferor shall in such case be bound to deliver to the Company his certificate for such share and the Company shall, on delivery of the certificate, pay to the transferor the purchase money, without interest, and shall issue to him a certificate for the balance of any shares comprised in the certificate so delivered which the transferor has not become bound to transfer.
- (5) The prescribed price for the shares comprised in a sale notice shall be the price certified by the auditors for the time being of the Company as the fair value of those shares as between a willing vendor and a willing purchaser on a going concern basis. In so certifying, the auditor shall be deemed to be acting as an expert and not as an arbitrator and his certificate shall be conclusive and binding on the transferor and the purchasers.
- (6) If the Company shall not during the offer period find purchasers willing to purchase all the shares comprised in a sale notice or if, through no fault of the transferor, the purchase of any shares shall not be completed within seven days after the date appointed for the purpose by the Directors, the transferor may at any time within 180 days after the expiry of the offer period transfer to any person on a bona fide sale at a price per share not less than the prescribed price per share (without any deduction, rebate or allowance) and of the shares for which a purchaser has not been found or the purchase of which has not been completed as aforesaid.

- (C) The Directors may in their absolute discretion and without signing any reason therefor decline to register any cansfer of any shares not being a transfer authorised the provisions of this Article and regulation 3 of Pa II of Table A shall be modified accordingly.
- (D) The provisions of this Article shall apply (mutatis mutandis) to a renunciation of the allotment of a share by the allottee.
- (E) The proviso to regulation 32 in Part I of Table A shall not apply to the Company.

### LIEN

A shall attach to fully paid up shares, and to all shares registered in the name of any person indebted or under liability to the Company whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

### GENERAL MEETING

- 7. Every notice conven ug a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communications relating to any general meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.
- S. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

### DIRECTORS

- 9. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall not be less than one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.
- 10. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meeting of Directors and in the absence of the Director appointing him to Directors and vote thereat accordingly, but he shall not require to attend and vote thereat accordingly, but he shall not require and qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice

in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director appointing him.

- 11. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such clause were omitted therefrom.
- 12. A Director may vote as a Director in regard to any contract or arrangement in which ne is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.
- 13. The words "or 185" shall be omitted from regulation 88(a) of Part I of Table A.

### WINDING UP

14. If the Company shall be wound up the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of shares held by them respectively; Provided always that the provisions hereof shall be subject to the rights of the holders of shares (if my) issued upon special conditions.

Names, Addresses and Descriptions of Subscribers

JEAN HERBERT 133 Moorgate London E.C.2.

COMPANY DIRECTOR

THOMAS ARTHUR HERBERT LL.B., 133 Moorgate London E.C.2. BARRISTER-AT-LAW

DATED the 3rd day of AUGUST, 1970.

WITNESS TO the above signatures :-

CHRISTINE FREDA HERBERT, 133 Moorgate, London E.C.2.

COMPANY DIRECTOR.

No. of Company 990-43

The Companies Acts 1948 to 1967

COMPANY LIMITED BY SHARES

Memorandum and Articles of Association of

DIVERSIFIED CORPORATE SERVICES LIMITED

(Incorporated the 29th day of September, 1970)

18 FEB 1975

Jordan & Sons Limited
International Law Agents, Consultants and Publishers
Jordan House, 47, Brunswick Place, London N1 6EE



# CERTIFICATE OF INCORPORATION ON CHANGE OF NAME

I hereby certify that ARBORITE MERCHANTS LIMITED having by special resolution and with the approval of the Board of Trade changed its name, is now incorporated under the name of DIVERSIFIED CORPORATE SERVICES LIMITED.

Given under my hand at London the 19th October, 1970.

F.L. KNIGHT

Assistant Registrar of Companies.

### CERTIFICATION

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

MEMORANDUM OF ASSOCIATION OF

DIVERSIFIED CORPORATE SERVICES LIMITED

WE HEREBY CERTIFY that this print incorporates all alterations made to this Company's Hoperandom of Association by filed resolutions and is lodged in compliance with the requirements of the European Communities Act 1972.

P.P. JORDAN & SONS LIMITED

- 1. The name of the Company is "DIVERSIFIED CORPORATE SERVICES LIMITED."
- 2. The registered office of the Company will be situate in England.
- 3. The objects for which the Company is established are: -
- (a) To carry on business as general defensive security agents, consultants and advisers and general investigators.
- (b) To carry on business in connection with all kinds of advice in regard to security and to sell equipment in connection with defensive security and security generally.
- (c) To carry on any other business of any description which may be capable of being advantageously carried on in conjunction with or ancillary to the objects of the Company or any of them.
- (d) To purchase, sell, exchange, improve, mortgage, charge, rent, let on lease, hire, surrender, license, accept surrenders of, and otherwise acquire and/or deal with any freehold, leasehold or other proerty, chattels and effects, erect, pull down, repair, alter, develop, or otherwise deal with any building or buildings and adapt the same for the Company's business.
- (e) To purchase or otherwise acquire all or any part of the business or assets of any person, firm or company, carrying on or formed to carry on any business which this Company is authorised to carry on or possessed of property suitable to the purposes of this Company, and to pay cash or to issue any shares, stocks, debentures or debenture stock of this Company as the consideration for such purchase or acquisition and to undertake any liabilities or obligations relating to the property or business so purchased or acquired.
- (f) To apply for, purchase or otherwise acquire any patents, licenses or concessions which may be capable of being dealt with by the Company, or be deemed to benefit the Company, and to grant rights thereout.

- (g) To sell, let license, develop or otherwise deal with the undertaking, or all or any part of the property or assets of the Company upon such terms as the Company may approve, with power to accept shares, debentures or securities of, or interest in, any other company.
- (h) To invest and deal with the moneys of the Company not immediately required for the purposes of the Company in or upon such securities and subject to such conditions as may seem expedient.
- (i) To lend money to such persons, upon such terms and/or security and subject to such conditions as may be desirable.
- (j) To guarantee the payment of any debentures, debenture stock, bonds, mortgages, charges, obligations, interest, dividends, securities, moneys or shares or the performance of contracts or engagements of any other company or person, and to give indemnities and guarantees of all kinds and to enter into partnership or any joint purse arrangement with any person, persons, firm or company, having for its objects similar objects to those of this Company or any of them.
- (k) To borrow or raise money in such manner as the Company shall think fit, and in particular by the issue of debentures or debenture stock, charged upon all or any of the Company's property, both present and future, including its uncalled capital, and to re-issue any debentures at any time paid off.
- (1) To draw, make, accept, endorse, discount, execute and issue promiossory notes, bills of exchange, debentures, warrants and other negotiable documents.
- (m) To purchase, subscribe for, or otherwise acquire and hold shares, stocks or other interests in, or obligations of any other company or corporation.
- (n) To remunerate any person or company for services rendered or to be rendered in placing or assisting to place any of the shares in the Company's capital or any debentures, debenture stock or other securities of the Company or in or about the formation or promotion of the Company or the conduct of its business.
- (o) To pay out of the funds of the Company all costs and expenses of or incidental to the formation and registration of the Company and the issue of its capital and debentures including brokerage and commission.
- (p) To promote or aid in the promotion of any company or companies for the purpose of acquiring all or any of the property rights and

liabilities of this Company or for any other purpose which may seem directly or indirectly calculated to advance the interests of this Company.

- (q) To establish and support and aid in the establishment and support of funds and trusts calculated to benefit employees or ex-employees of the Company or the dependents or connections of such persons and to grant pensions and allowances to any such persons.
- (r) To distribute any property of the Company in specie among the members.
- (s) To do all such other things as are incidental or conducive to the attainment of the above objects or any of them.

It is declared that the foregoing sub-clauses shall be construed independently of each other and none of the objects therein mentioned shall be deemed to be merely subsidiary to the objects contained in any other sub-clause.

- 1. The liability of the members is limited.
- 5. \*The Share Capital of the Company is £5,000 divided into 5,000 Shares of £1 each with power to increase or divide the shares in the capital for the time being, into different classes, having such rights, privileges and advantages as to voting and otherwise, as the Articles of Association may from time to time prescribe.

<sup>\*</sup>The above capital of the Company was increased from £100 divided into 100 shares of £1 each to £5,000 divided into 5,000 shares of £1 each by Resolution of the Company dated 20th January, 1971.

We, the several persons whose names, addresses, and descriptions are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of Shares in the Capital of the Company set opposite our respective names.

Names, addresses and descriptions of Subscri	Number of Shares tal by each Subscribe
Jean Herbert, 133, Moorgate, London, E.C.2. Company Director.	One
Thomas Arthur Herbert, LL.B., 133, Moorgate, London, E.C.2. Barrister-At-Law.	One

Dated this 3rd day of August, 1970.

Witness to the above signatures: -

Christine Freda Herbert, 133, Moorgate, London, E.C.2. Company Director.

### CERTIFICATION

THE COMPANIES ACTS 1948 to 1967

COMPANY LIMITED BY SHARES

ARTICLES OF ASSOCIATION OF

DIVERSIFIED CORPORATE SERVICES LIMITED

WE HEREBY CERTIFY that this print incorporates all alterations involve to this Company's Activities of Association by filed results is and is lodged in compliance of the Love, two Communities Act 1972.

DATED 18/7/75

pa, wrdan a sons limite

(Adopted by Special Resolution passed on the 16th day of December, 1974) PRELIMINARY

- 1. The following regulations and (subject as provided in these Articles) the regulations contained in Part II of Table A in the First Schedule to the Companies Act, 1948 as amended by the Companies Act, 1967 (in these Articles called "Table A") shall constitute the regulations of the Company, but in case of any variation or inconsistency between these regulations and Table A, these regulations shall prevail.
- 2. Regulations 24, 53, 75, 77 and 89 to 97 (inclusive) in Part I of Table A shall not apply to the Company.

### SHARES

- 3. (A) Subject as provided in paragraph (B) of this Article all unissued shares shall be under the control of the Directors who may allot, grant options over or otherwise dispose of such shares at such times and for such consideration and upon such terms and conditions as the Directors may determine, but so that no Shares shall be issued at a discount except in accordance with Section 57 of the Act.
- (B) Unless otherwise determined from time to time by the Company in General Meeting, any shares for the time being unissued and any new shares of any class hereafter created shall, before they are issued be offered on the same terms to the then existing holders of shares in proportion as nearly as may be, to the number of shares held by them respectively. Such offer shall be made by notice specifying the number of shares offered, and limiting a time within which the offer, if not accepted, will be deemed to be declined, and after the expiration of such time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares offered, the Directors may, subject to these Articles, dispose of the same in such manner as they think most beneficial to the Company. The Directors may likewise dispose of any unissued shares which, by reason of the proportion borne by them to the number of persons entitled to such offer as aforesaid, or by reason of any other difficulty in apportioning the same, cannot in the opinion of the Directors be conveniently offered under this Article.

### TRANSFER OF SHARES

- 4. The instrument of transfer of a fully paid share need not be executed by or on behalf of the transferee and regulation 22 in Part I of Table A shall be modified accordingly.
- 5. (A) Notwithstanding anything in these Articles to the contrary any share may be transferred by a member to the spouse or child of that member, and any share of a deceased member may be transferred to the widow, widower, son or daughter of the deceased member or to the executors or administrators of any such deceased member.
- (B) Except for any shares held by Colonel Alan Brooke Pemberton or his personal representatives and subject to the provisions of paragraph (A) above the right to transfer shares shall be subject to the following restrictions: -
- (1) A member (or other person entitled to transfer a share registered in the name of a member) who wishes to transfer or otherwise dispose of any shares (called "the transferor") shall give notice in writing (called a "sale notice") to the Company that he wishes to transfer the same. Every sale notice shall be in respect of only one class of shares and shall specify the number of shares which the transferor wishes to sell and shall constitute the Company his agent for the sale of those shares to the other members at the prescribed price ascertained in accordance with the provisions of sub-paragraph (5) hereof. A sale notice shall not be withdrawn except with the consent of the Directors.
- (2) The Company shall within 14 days after a sale notice is given offer the shares comprised in that sale notice to each member (other than the transferor) for purchase at the prescribed price on the terms that, in the case of competition the shares so offered shall be sold to the persons accepting the offer in proportion (as nearly as may be and without increasing the number sold to any person beyond the number applied for by him) to their existing holdings of shares and on the terms that the transferor shall not be bound to sell any shares unless all the shares comprised in the sale notice are accepted by one or more members. Every such offer shall be in writing and shall remain open for acceptance for the period (called "the offer period") expiring 30 days after the ascertainment of the prescribed price.
- (3) If the Company shall during the offer period find members (called "the purchasers") willing to purchase all the shares comprised in a sale notice, the Company shall give written notice to the transferor of the name and address of each purchaser and the number of the shares agreed to be purchased by him, whereupon the transferor shall be bound, upon payment of the prescribed

price, to transfer to the purchasers the shares agreed to be purchased by them respectively. The sale and purchase shall be completed at a place and time (being not less than seven days nor more than 14 days after the expiry of the offer period) to be appointed by the Directors.

- (4) If the transferor shall fail to transfer any share which he has become bound to transfer, the Directors may authorise some person to execute on his behalf a transfer of the share to the purchaser and may receive the purchase money and shall thereupon register the purchaser as the holder of the share and issue to him a certificate for the same, whereupon the purchaser shall become indefeasibly entitled thereto. The transferor shall in such case be bound to deliver to the Company his certificate for such share and the Company shall, on delivery of the certificate, pay to the transferor the purchase money, without interest, and shall issue to him a certificate for the balance of any shares comprised in the certificate so delivered which the transferor has not become bound to transfer.
- (5) The prescribed price for the shares comprised in a sale notice shall be the price certified by the auditors for the time being of the Company as the fair value of those shares as between a willing vendor and a willing purchaser on a going concern basis. In so certifying, the auditor shall be deemed to be acting as an expert and not as an arbitrator and his certificate shall be conclusive and binding on the transferor and the purchasers.
- (6) If the Company shall not during the offer period find purchasers willing to purchase all the shares comprised in a sale notice, or if, through no fault of the transferor, the purchase of any shares shall not be completed within seven days after the date appointed for the purpose by the Directors, the transferor may at any time within 180 days after the expiry of the offer period transfer to any person on a bona fide sale at a price per share not less than the prescribed price per share (without any deduction rebate or allowance) any of the shares for which a purchaser has not been found or the purchase of which has not been completed as aforesaid.
- (C) The Directors may in their absolute discretion and without assigning any reason therefor decline to register any transfer of any shares not being a transfer authorised by the provisions of this Article and regulation 3 of Part II of Table A shall be modified accordingly.
- (D) The provisions of this Article shall apply (mutatis mutandis) to a renuncation of the allotment of a share by the allottee.
- (E) The proviso to regulation 32 in Part I of Table A shall not apply to the Company.

### LIEN

6. The lien conferred by Clause 11 in Part I of Table A shall attach to fully paid up shares, and to all shares registered in the name of any person indebted or under liability to the Company whether he shall be the sole registered holder thereof or shall be one of two or more joint holders.

### GENERAL MEELINGS

- 7. Every notice convening a General Meeting shall comply with the provisions of Section 136(2) of the Companies Act, 1948, as to giving information to Members in regard to their right to appoint proxies; and notices of and other communciations relating to any General Meeting which any Member is entitled to receive shall be sent to the Auditor for the time being of the Company.
- 8. Clause 54 in Part I of Table A shall be read and construed as if the words "Meeting shall be dissolved" were substituted for the words "Members present shall be a quorum".

### DIRECTORS

- 9. Unless and until the Company in General Meeting shall otherwise determine, the number of Directors shall not be less than one nor more than five. If at any time there shall only be one Director of the Company, he or she may act as sole Director, exercising all the powers, authorities and discretions vested in the Directors.
- 10. Any Director may appoint any person approved by the Board to be an alternate Director, and such appointment shall have effect, and such appointee while he holds office as an Alternate Director shall be entitled to notice of meeting of Directors and in the absence of the Director appointing him to attend and vote thereat accordingly, but he shall not require any qualification and he shall ipso facto vacate office if and when the Director appointing him vacates office as Director or removes the alternate Director from office; and any appointment or removal under this Clause shall be effected by notice in writing to the Company under the hand of the Director making the same. The remuneration of any alternate Director shall be payable out of the remuneration payable to the Director appointing him and shall consist of such portion of the last-mentioned remuneration as shall be agreed between the alternate Director appointing him.
- 11. Clause 79 in Part I of Table A shall be read and construed as if the proviso to such clause were omitted therefrom.

- 12. A Director may vote as a Director in regard to any contract or arrangement in which he is interested or upon any matter arising thereout, and if he shall so vote, his vote shall be counted and he shall be reckoned in estimating a quorum when any such contract or arrangement is under consideration; and Clause 84 in Part I of Table A shall be modified accordingly.
- 13. The words "or 185" shall be omitted from regulation 88(a) of Part I of Table A.

### WINDING UP

14. If the Company shall be wound up, the assets remaining after payment of the debts and liabilities of the Company and the costs of the liquidation shall first be applied in repaying to the Members the amounts paid or credited as paid on the shares held by them respectively and the balance (if any) shall be distributed among the Members in proportion to the number of shares held by them respectively; Provided always that the provisions hereof shall be subject to the rights of the holders of shares (if any) issued upon special conditions.

Names, addresses and descriptions of Subscribers

Jean Herbert,
133, Moorgate,
London, E.C.2.
Company Director.

Thomas Arthur Herbert, LL.B., 133, Moorgate, London, E.C.2.
Barrister-At-Law.

Dated this 3rd day of August, 1970.

Witness to the above signatures: -

Christine Freda Herbert, 133, Moorgate, London, E.C.2. Company Director. Number of Company

990443

To THE REGISTRAR OF COMPANIES

Form No. 9A
(No registration fee payable)

### THE COMPANIES ACTS 1948 to 1967

# Notification of Change of Directors or Secretary or in their Particulars

(Pursuant to section 200 of the Companies Act 1948)

	n the 1st November 1975, irector of the Company	Colonel P.J. Goss
	OF NEW DIRECTOR OR SECRI	ETARY (Notes 2 and 10)
Name (Notes 3, 4, 5, 6 and 7)	Address (Note 8)	Busines, occupation and particulars of other directorship. (Note 9)
Peter John Goss	3 Thornton Hill London SW19	Ni 7
e 14 TH NOVERABER	Signature(Secreta:	ry) (Note 1
ented by Miss M	Pres. P. Craig, Secretary o	sentor's Reference Sècretary
<u>D</u>	iversified Corporate rchard House 4 Great Smith Street	

Number of 390443

THE COMPANIES ACTS 1948 TO 1967

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTIONS

OF

DIVERSIFIED CORPORATE SERVICES LIMITED

Passed 3 December 1975

AT an EXTRACRDINARY GENERAL MEETING of the above-named Company, duly convened, and held at Orchard House, 14 Great Smith Street, London S.W.1 on the 3rd day of December 1975, the following Resolutions were duly passed as Ordinary Resolutions:-

#### RESOLUTION 1.

THAT the capital of the Company be increased from £5,000 to £10,000 by the creation of an additional 5,000 Shares of £1 each ranking pari passu in all respects with the existing Shares in the capital of the Company; and that of such additional 5,000 Shares 1,000 be issued pursuant to Regulation 3(B) of the Articles of Association of the Company; and that a further further 1000 of such additional 5,000 Shares be under the control of the Directors, pursuant to Regulation 3(A) of the Articles of Association of the Company.

#### RESOLUTION 2.

THAT the sum of £1,000 (being part of the sum standing to the credit of the Company's Share Premium Account) be capitalised and applied by the Directors in paying up in full the 1,000 of the un-issued additional Share pf £1 each referred to in Resclution Number 1 above for allotment and distribution credited as fully paid to and among the holders of the existing 5,000 issued and fully paid Shares in the capital of the Company in proportion to their holdings of such Shares at the date hereof.

COMPAGNE REGISTRATION
O DEC 1975
21 OFFICE 21

Memberlin.

Form No. 10

# THE COMPANIES ACTS 1948 to 1967 Notice of Increase in Nominal Capital

To THE REGISTRAP OF COMPANIES

Insert name of Company; delete "Limited" if not applicable

†State whether Ordinary or Extraordinary

or Special

Resolution.

#### DIVERSIFIED CORPORATE SERVICES

Limited, hereby gives you notice, pursuant to Section 63 of the Companies Act 1948, that by atn Ordinary Resolution of the Company dated the day of 1975 the nominal capital of the December third Company has been increased by the addition thereto of the sum of £ 5,000 beyond the registered capital of £5,000

The additional capital is divided as follows:--Number of Shares

Class of Share

Nominal amount of each share

5,000

Ordinary

 $\mathfrak{L}1$ 

The conditions (e.g., voting rights, dividend rights, winding-up rights, etc.) subject to which the new shares have been, or are to be, issued are as follows:-

The new shares rank pari passu in all respects with the existing shares in the capital of the Company.

If any of the new shares are Preference Shares state whether they are redeemable or not. If this space is insufficient the conditions should be set out separately by way of annexure.

	Signature	Me!	Valg	
	State wher	ther Director	Secretary	Y
	Dated the	29th day of	December	1975
Presented by		Present	or's Reference	JDP
Knapp-Fishers			COAIRANIES	REGISTRATION

31 Great Peter Street

London SW1P-3LP

binding
for
reserved
Margin

599/76
No of Company 990443 Form PUC 7
RETURN OF ALLOTMENTS OF SHARES ISSUED BY WAY OF CAPITALISATION OF RESERVES (BONUS ISSUES)
Pursuant to 52(1) of the Companies Act 1948
Name of Company DIVERSIFIED CORPORATE SERVICES Limited
A Number and description of shares * B Nominal value of each
1000 £1 Ordinary £1
C Total amount payable on each  £1  D Amount paid or due and payable on each  £1
E Particulars of capitalisation of reserves:
i f issued pursuant to an ordinary, жжжжийныг жымжы resolution passed on
ii in the proportion of One., share(s) for every Five share(s)
held by shareholders appearing in the register of members at3.12 1975
F Total amount now capitalised
G Date(s) of allotments  ***********************************
I hereby certify that the above particulars and those in respect of the allottees shown overleaf are correct in all respects
Signed
Date29 December 1975
* Distinguish between, preference, ordinary, redeemable preference, etc.  ** Delete words in brackets which do not apply
/ ) Delete words which do not apply ///)
Notes: 1 This form should be delivered to the Registrar of Companies within one month of the (first)date of allotment.
2 Particulars of allottees should be shown overleaf.
3. NO DUTY PAYABLE IN RESPECT OF CAPITALISATION OF RESERVES (Part V of the Finance Act 1973)
Presented by: Knapp-Fishers 31 Great Peter Street London SW1P-3LP

JDP

Jordan & Sons Limited

Presentor's reference:

Jordan House 47 Brunswick Place . London N1 6EF. Telephone 01-253 3030 Telex 261010





V1710

Companies registrations 3 0 DEC 1978 21 OFFICE 21

Particulars of a Contract relating to Shares allotted as fully or partly paid up otherwise than in cash

(Pursuant to Section 52 (2) of the Companies Act 1948)

Comp	J	IFIED CORPOR		Limited
	The particulars must be payable if the Contract had	stamped with th been reduced to w	c same stamp duty as would riting.	have been
(1)	The number of shares all or partly paid up other cash.	otted as fully rwise than in	1,000	
(2)	The nominal amount of ea	ich such share.	£1	
(3)	The amount to be consi up on each such share in cash.	dered as paid otherwise than	£1	
(4)	If the consideration for the such shares is services sideration other than the below in (5), state the such consideration, and shares so allotted.	, or any con- hat mentioned he nature of	Pursuant to Ordinar Resolution passed 1975	
(5)	If the allotment is made is satisfaction or part satisfaction or part satisfaction of the purchase price of property, give brief description of such property, and full particulars of the manner is which the purchase price is to be satisfied.	e a h c (a) Total on othe (b) Cash (c) Africu	amount considered as paid shares allotted exprise than in cash.  Int of debt released or filities assumed by the chaser (including morters on property acquired)  Total purchase price	
Pres	sented by	nere angles in a Marian and Arian and Ari	Presentor's Refere	nce JDP

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E	-	
	Note	

subject of the sale, showing in detail how the total	purchase pare is apportioned
between the respective heads :	4 <del>4.44.4</del>
	£ £
Legal Estates in Freehold Property and Fixed Plant an and other Fixtures thereon (a)	à Machinery
A The state of the	<b>***********************************</b>
Legal Estates in Leasehold Property (a)	
Fixed Plant and Machinery on Leasehold Property (includity Trade and other Fixtures)	ing Tenants',
actually.	
Equitable Interests in Freehold or Leasehold Property (a)	
Loose Plant and Machinery, Stock-in Trade and other Chatte	els (b)
Goodwill and Benefit of Contracts	
Patents, Designs, Trade Marks, Licences, Copyrights, etc	······································
Book and other Debes	
Cash in Hand and at Bank on Current Account, Bills, Notes, e	etc
Cash on Reposit at Bank or elsewhere	
Shares, Debentures and other investments	
Other property, viz.	
a) Where such properties are sold subject to mortgage, the gross value should be show	yn.
<ul> <li>No Plant and Machinery which was not in an actual state of severance on the date should be included under this head.</li> </ul>	e of the sale &
Signature	
State whether Director or SecretarySecre	e.tary

Companies 7E

F20629.10-7

2:(0)

790443 A

Form PUC 2
(Capital duty payable, but no registration fee)

biggiber and		FIED CORPORATE		
	description of shares(ii)			
inal val	ue of each	£l		
Tallanoun	t payable or each (including	premium if any)	£2,50	
		·		*******
noun	t paid or due and payable in r	espect of A		£1,2
Carried	payable on E <sup>(iii)</sup> at £1 per £100	or part of £100		£13
Title of al	lotments			
AIXHX	XXXXXXXXXXXXXXXXX	SHKBXXXXXXXXXX	XXXXXXXXXXXX	KXXXXX
(made	on the 18 Decembe	er19.75.)		
duty was paid	(or relief from duty obtaine ined unissued on that date, on 49(4) of the Finance Act	credit may be allowable as	cated on or before 31 J s below, provided that	uly 1973 ai no claim ha
h capital rema	` '	A72	£	
h capital rema de under secti	kylok kkonelekonsinosanini	CM 3		
th capital remande under secti	• •			£
th capital remaide under section action acti	kylokkkonelikoneliuwaniai		£	£
h capital rema de under secti Expitalement Expitalement Expitalement Armanación	kylok kkonk'kleogiuguni Bybygok bykleogiugh		£	£
h capital rema de under secti Regitalorena 2000/2004/2004/2004/2004/2004/2004/2004	kylok kkonykkonienia Bybydyk ak Newykeniani Amorniylosalu fiklokyu	<b>₫₽</b> Ø	£	£

- (i) This form should not be used for shares allotted by way of bonus.
- (ii) Distinguish between Preference, Ordinary, Redeemable Preference, etc.
- (iii) Where shares are issued at a discount duty is payable on the total nominal value of the shares allotted.

Date 29 December 1975

- (iv) Delete words in brackets when the poly.
- (v) Include total amount (if any of case sustanding on 31 July 1973 on any partly paid shares (section 49(7) of the Finance Act 1973).
- (vi) Delete where H-M are not completed.
- Notes: 1. This form should be delivered to the Registrar of Companies within one month of the (first) date of
  - 2. Particulus of allottees should be shown overleaf.
  - 3. Where relief from capital duty has been or will be claimed under para. 9 of schedule 19 to the Finance Act 1973, a letter to that effect should accompany this form.

Presented by:	For official use only:
Knapp-Fishers 31 Great Peter Street, S.W.1  Presentor's reference  JDP	GG 7
Compressed Stration	-1- CE1 ADVI - 1-11 - CEN CUR ADVI - 1-15

Oyez Publishing Limited Open Florist 100 Lane, Lendon SE1 4PU a subsidiar; of The Solicitors' Law Stationery Society Limited. 3 0 DEC 19737 Long Lane, Lendon SE1 4PU a subsidiar; of The Solicitors' Law F21724.30.11.73

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# NAMES, DESCRIPTIONS AND ADDRESSES OF THE ALLOTTEES

Name and Description	A delanen	Number of Shares allotted		
	Address Prefer		Preference Ordinary	
Major General Sir John ANDERSON COMPANY DIRECTOR	The Cottage, Woolton Hill, NEWBURY, Berks		300	
Colonel Peter John GOSS COMPANY DIRECTOR	3 Thornton Hill London SW19		200	
· •	•			
·				
	• .			-
4	-		,	
	Total		500	

Signature M. Craves

(State whether Director or Secretary)....

Secretary

Note.—This margin is reserved for binding, and must not be written across

Please do not write in this binding margin

#### THE COMPANIES ACTS 1948 TO 1976

### Notice of change in situation of registered office

Page uant to section 23 (3) of the Companies Act 1976



Please complete legibly, preferably in black type, or bold black lettering Name of company

\*delete if

inappropriate

To the Registrar of Companies

Company number 990443

For official use

DIVERSIFIED CORPORATE SERVICES

Limited

hereby gives you notice in accordance with section 23 (3) of the Companies Act 1976 that the situation of the registered office of the company has been changed to:

6th Floor, Buchanan House,

24 - 30 Holborn, London, ECIN 2JB

RECORDED 12 JUL 1977

tdelete as appropriate

[Director] [Secretary! Date 16th June, 1977

Presentor's name, address and reference (if any):

For official use General section

Post room

JOHN M. WINTER & SON! CHARTERED ACCOUNTANTS BU THANAN HOUSE, 24-30 HOLBORN LONDON, ECIN 2JB

D519/5

### Notice of change of directors or secretaries or in their particulars

Pursuant to section 200 of the Companies Act 1948 as amended by section 22 of the Companies Act 1976



Limited \*

Please do not write in this binding margin To the Registrar of Companies

of Company

For official use Company number

990443

Please complets legibly, preferabl, in black type, or bold block lettering

- \* delete if inappropriate
- + specify change and date thereof and if this consists of the appointment of a new director or socretary fill in also the particulars below.

hereby notifies you in accordance with section 200 (4) of the Companies Act 1948 as amended by section 22 of the Companies Act 1976 that:

Brigadier Peter Neil Ralli Stewart-Richardson was appointed a Director of the Company on 5th October, 1981.

Particulars of new director or secretary (see notes overleaf)

DIVERSIFIED CORPORATE SERVICES

Name (notes 2 & 7) Brigadier Peter Neil Ralli Stewart-Richardson Former name(s) (note 3) Address (notes 4 & 7) 19 Reday Street, W140AB I hereby consent to act as [director] secretary]; of the above-named company

Signed

Date 5-th Oc. Signed Date 5th October, 1981

‡ delete as appropriate

§ this section applicable to directors only § Other directorships (note 5) Nationality MIL BRITISH Date of birth (note 6) [where applicable] 9 Feb 26 BUSINESIMON **Pusiness** occupation G. W.

number of continuation sheets attached (see note 1)

Signed

[Director] [Socretary] Date 20 01 2

Presentor's name, address and reference (if any):

JOHN M. WINTER & SONS BUCHANAN HOUSE, 24-30 HOLBORN. LONDON, ECIN 2JB ir.

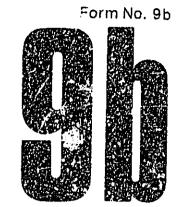
For official use **General Section** 

Post room



# Notice of change of directors or secretaries or in their particulars

Pursuant to section 200 of the Companie as amended by section 22 of the Companic. Act 1976



Please do not virite in this binding margin

Please complete

legibly, preferably in black type, or

bold block lettering

To the Registrar of Companies

For official use Company number

990443

Name of Company

DIVERSEFIED CORPORATE SERVICES

Limited'

- \* delete if inappropriate
- + specify change and date thereof and if this consists of the appointment of a new director or secretary fill in also the particulars below.

hereby notifies you in accordance with section 200 (4) of the Compani Act 1948 as amended by section 22 of the Companies Act 1976 that:

Caroline Jane Buckley was appointed Secretary of the Company on 24th September, 1981

Particulars of new director or secretary (see notes overleaf)

Name (notes 2 & 7) Caroline Jane Buckley Former name(s) (note 3) Address (notes 4 & 7) 4 Meadway, Hillside Avenue, Woodford Green, Essex. I hereby consent to act as [director] [secretary]; of the above-named company Signed \_\_\_\_\_ Date 24th September, 1981

† delete as appropriate

§ this section applicable to directors only § Other directorships (note 5) Nationality Date of birth (note 6) [where applicable] Business occupation

number of continuation sheets attached (see note 1)

Signed

[Director] (Secretary): Date

Presentor's name, address and reference (if any):

JOHN M. WINTER & SONS BUCHANAN HOUSE, 24-LO HOLBORN. LONDON, EC1N 2JB

For official use General Section

Post reom



# Notice of change of directors or secretaries or in their particulars

Pursuant to section 200 of the Companies Act 1948 as amended by section 22 of the Companies Act 1976

Form No. 9b

Limited\*

Please do not write in this binding margin To the Registrar of Companies

For official use

Company number

990443

\*

Name of Company

Diversified Corporate Services

Please complete legibly, preferably in black type, or bold block lettering

- \* delete if inappropriate
- † specify change and date thereof and if this consists of the appointment of a new director or secretary fill in also the particulars below.

hereby notifies you in accordance with section 200 (4) of the Companies Act 1948 as amended by section 22 of the Companies Act 1976 that:

Claire Elizabeth Camfield

Was appointed secretary of the company on 1st July 1983

Caroline Jane Buckley resigned as Secretary on 1st July, 1983.

Particulars of new director or secretary (see notes overleaf)

Name (notes 2 & 7) Claire Elizabeth Camfield
Former name(s) (note 3)

Address (notes 4 & 7) 22 Buck Lane, Kingsbury,

LONDON NW9

I hereby c cont to act as [director] [secretary] to the above-named company

‡ delete as appropriate

§ this section applicable to directors only

William Co.

§ Other directorships (note 5)

Nationality

Date of birth (note 6)
[where applicable]

number of continuation sheets attached (see note 1)

alsomberlyn: (Director)

[Director] {Secretary}; Date 1st July 1983

Presentor's name, address and reference (if any):

JOHN M. WINTER & SONS
CHARTERED ACCOUNTANTS
JUCHANAN HOUSE, 24-30 HOLBORN,
LONDON, EC1N 2JB

D. 519/5

Signed

For official use General Section

Post room



Date 1st July 1983

Please do not write in this binding margin.

Please complete legibly, preferably in black type, or

bold block lettering

\* delete if inappropriate

- † specify the change and date thereof and if this consists of the appointment of a new director or secretary complete the box below. If this space is insufficient use a continuation sheet.
- ‡ Applicable to directors only.
- + Enter particulars of other directorships held or previously held (see note 6). If this space is insufficient use a continuation sheet.
- § delete as appropriate

THE COMPANIES ACTS 1948 TO 1981

### Notice of change of directors or secretaries or in their particulars

Pursuant to section 200 of the Companies Act 1948 as amended by section 22 of the Companies Act 1976 and section 95 of the Companies Act 1921

To the Registrar of Companies

For official use	Company number
	990443

Form No. 9

	990443
ame of Company	
DIVERSIFIED CORPORATE SERVICES	
	Limited
nereby notifies you of the following change(s):	
TMISS CJ BUCKLEY 4 MEADI	VAU HILLSIDE AVENUE
WOODFORD GREEN ESSEX IGS	
RESTONS AS COMPANY SECRET	ARY FROM 14TH JUNE 1985
Particulars of new director or secretary (see note 1)	
Name (notes 2 & 3) MD PANELA KIRK	Business occupation ‡
PETUBERTON.	Hensewife
Previous name(s) (note 2) (P, K - SMITH	Nationality ‡
Address (notes 3 & 4) 19 A ALEXATIONA C	
MAIDA VALE	Date of birth (where applicable
LONDON W9 15Q	29/6/26
Other directorships ‡ + NIL	
I hereby consent to act as [director] [secretary] § of	
Signature P.L. Remserton	Date 2/7/85
Name (notes 2 & 3)	Business occupation ‡
Previous name(s) (note 2)	Nationality ‡
Address (notes 3 & 4)	
	Date of birth (where applicable (note 5) †
	+
Other directorships ‡ +	
I hereby consent to act as [director] [secretary] § of	the above-named company
Signature	Date
number of contin	uation sheets attached (see note 7)

Presentor's name, address and reference (if any): MISS CJ BUCKLEY,
(Address as above)

For official use General section

Post room

[Director] [Secretary] § Date

# MEMBERS' VOLUNTARY WINDING UP

# DECLARATION OF SOLVENCY

embodying a Statement of Assets and Liabilities

Pursuant to Section 283 of the Companies Act 1948 as amended by Section 105 of the Companies Act 1931

Insert the Name of the Company	DIVERSIFIED CORPORATE SERVICES LIMITED
or on t be deli 15 day otherw	effective the Declaration of Solvency must be made within the five week liately preceding the date of the passing of the resolution for winding up hat date but before the passing of the resolution. This declaration must wered to the Registrar of Companies before the expiry of the period of immediately following the date on which the resolution is passed is the company and every officer in default is liable to the fines referred the last page of this form.
Presented by	Presentor's ReferenceWJG/AAM/D519/5

OYCZ The Solicitors' Law Stationery Society pl ,ez , ouse, 237 Long Lane, London SEI 4PU 

Chartered Accountants,

24-30 Holborn,

John M. Winter & Sons,

F4353 7-34 \* \* \* \*

28 MAY 1986

[P.T.O.

Long anies (W.U.) 16A

Buchanan House,

..I.OUCON EC1N 2JB

# **DECLARATION OF SOLVENCY**

	I -We, COLONEL ALAN BROOKE PEMBERTON MBE
	***************************************
	***************************************
	of19A ALEXANDRA COURT,
	MAIDA VALE,
	LONDON W9 15Q  Denng(")
(a) "all the"	being(")Directors of
or "the major ity of the" as the case may be.	DIVERSIFIED CORPORATE SERVICES LIMITED
<b>.</b>	do solemnly and sincerely declare that we have made a full enquiry into the
	affairs of this company, and that, having so done, we have formed the opinion
	that this company will be able to pay its debts in full within a period of
(b) Insert a	(b)months, from the commencement of the
pariod of anonths not execteding twelve.	winding up, and we append a statement of the company's assets and liabilities
	being the latest practicable date before the making of this declaration. And we make this solemn declaration, conscientiously believing the same to be true,
·	being the latest practicable date before the making of this declaration. And we
	make this solemn declaration, conscientiously believing the same to be true,
	and by virtue of the provisions of the Statutory Declarations Act, 1835.
	Declared at 183 Urbrigg Row Cealing WIS the IF day of May
	One thousand nine hundred and eighty-ruc
	before me, ALEXANDER S. ATCHISON VICKERS & CO.
(c) or Not Public or Justice of Peace.	tary  A SOLICITOR ELECTION ELECTION TO A PROPERTY DATES  EALING, W13 9AA

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_	Onpair Calls	
Š	g Stock in Trade	
25	Work in Progress	
written across.	5 Other Debtors	
fte		700
WIT.		700
o <del>t</del> 1	Freehold Property	
must not be	Leasehold Property	
ınsı	Plant and Machinery	
I		
and	Patents, Trade Marks, etc.	
<u></u>	Investments other than marketable securities	
binding,	Other property, viz.:	
ii.		
for	***************************************	
is reserved	***************************************	
ese	Fetimeted valleghts 1 c.	<del></del>
Ĭ.	Estimated realisable value of Assets £	33,700
 	LIABILITIES:-	
margin	Secured on specific assets, viz.:—	
ma i		
This	Secured by Floating Charge(s)	
Ę	Estimated Cost of Liquidation and other expenses	
 	including interest accruing until payment of debts	
NOTE	1 2.300	
~	Unsecured Creditors (amounts estimated £	
	to rank for payment):—	
[	Trade Accounts	
]	Bilis Payable	
	Accrued Expenses 10,000	
	Other Liabilities:—	
j	Corporation Tax	
	Directors Current Account 1 300	
1	Contingent Liabilities:—	
1		
ł	25,900 28	,200
į.	***************************************	•

Estimated Surplus after paying Debts in full

Remarks:

Statement as at ... 30TH SEPTICBER, showing Assets at estimated realisable values and Liabilities expected to rank.

ASSETS AND LIABILITIES

ASSETS:--

Balance at Bank Cash in Hand

Bills Receivable Trade Debtors

Unpaid Calls

Marketable Securities

Loans and Advances

Estimated to realise

or to rank for payment (to nearest £)

£

55,500

83,000

Section 283 of the Companies Act 1948 (as amended by Section 105 of the Companies Act 1981) provides as follows:—

- (1) Where it is proposed to wind up a company voluntarily, the directors of the company or, in the case of a company having more than two directors, the majority of the directors, may, at a meeting of the directors make a statutory declaration to the effect that they have made a full inquiry into the affairs of the company, and that, having so done, they have formed the opinion that the company will be able to pay its debts in full within such period not exceeding twelve months from the commencement of the winding up as may be specified in the declaration.
- (2) A declaration made as aforesaid shall have no effect for the purposes of this Act unless:—
  - (a) it is made within the five weeks immediately preceding the date of the passing of the resolution for winding up the company or on that date but before the passing of that resolution; and
  - (b) it embodies a statement of the company's assets and liabilities as at the latest practicable date before the making of the declaration.
- (2A) A declaration made by any directors of a company in compliance with subsection (2) (a) of this section shall be delivered to the registrar of companies before the expiry of the period of fifteen days immediately following the date on which the resolution for winding up the company is passed.
- (3) Any director of a company making a declaration under this section without having reasonable grounds for the opinion that the company will be able to pay its debts in full within the period specified in the declaration, shall be liable on conviction or indictment to a term of imprisonment not exceeding two years or to a fine or both or on summary conviction to a term of imprisonment not exceeding six months or a fine not exceeding the statutory maximum or both; and if the company is wound up in pursuance the resolution passed within the period of five weeks after the making of the declaration, but its debts are no paid or provided for in full within the period stated in the declaration, it shall be presumed until the contrary is shown that the director did not have reasonable grounds for his opinion.
- (4) A winding up in the case of which a declaration has been made in accordance with this section or section two hundred and thirty of the Companies Act, 1929, is in this Act referred to as "a members' voluntary winding up", and a winding up in the case of which a declaration has not been made as aforesaid is in this Act referred to as "a creditors' voluntary winding up".
- (4A) Where any declaration required to be delivered to the registrar by subsection (2A) of this section is not so delivered within the time prescribed by that subsection, the company and every officer in default shall be guilty of an offence and liable on summary conviction to a fine not exceeding one-fifth of the statutory maximum or on conviction after continued contravention to a default fine not exceeding one-fiftieth of the statutory maximum.

Section 87 of the Companies Act 1980 defines the statutory maximum as meaning in England and Wales the prescribed sum within the meaning of section 28 of the Criminal Law Act 1977 (that is to say £1,000 or another sum fixed by order under section 61 of that Act to take account of changes in the value of money).



**CONPANIES FORM No. 600** 

# Notice of appointment of liquidator Voluntary winding up (Members or Creditors)

P.

	L273/8 2	men for			
Please do not write in this margin	Pursuant to section 600 of the Companies Ad	x 1985			
Please complete legibly, preferably in black typs, or	To the Registrar of Companies	For official use Company number 990443 60			
bold block lettering	Name of company		ARTIS.		
	* DIVERSIFIED CORPORA	TE SERVICES LIMITED			
* insert full name of			Ų.		
company	Nature of Business				
	SECURITY CONSUL	TANTS			
	I/We give notice that I/we have been appoin				
	on 10th JUNE 19 86				
t delete as appropriate	The appointment was by [the company][the:	rmditoxsj(theAzouri)XX			
	Name of Liquidator ALAN BR	OOKE PEMBERTON			
	Address 19a ALE	YANDR'A COURT,			
	MAIDA VALE, LONDON, W9 1SQ				
χ.	Signature al Pumberlin.	X Date 107H JUNE 1986			
	Name of Liquidator				
	Address				
-					
	Signatu <sub>4</sub>	Date			

Presentor's name address and reference (if any):

For official Use **General Section** 



Time Critical Reference

L+ALTh

The Companies Act 1985

Special Resolution

(Pursuant to sections 378 (2) & 572 (1) (b) of the Companies Act 1985)

DIVERSIFIED	CORPORATE	SERVICES		LIMITED
			<del></del>	
	Passed 1	Oth JUNE	, 19 <sub>6</sub> .	

At an Extraordinary General Meeting of the above-named Company, duly convened, and held at 19a Alexandra Court, Maida Vale, London, W9 15Q

on the 10th day of June , 1986 , the subjoined Special Resolution was duly passed, viz.:—

#### RESOLUTION

That the Company be wound up voluntarily, and that

ALAN EROOKE PEMBERTON

of 19 a ALEXANDRA COURT, MAIDA VALE, LONDON, W9 150

be and he is hereby appointed Liquidator for the purposes of such winding-up.

*Signature Mendulin. X	To be the Cha Director, Secretary Company	of	by the the
------------------------	---	----	------------------

\*For the London Gazette the signature to this form must be attested in the space below by either a solicitor, a member of a body of accountants recognised by the Department of Trade for the purpose of section 389 (1) (a) of the Companies Act 1985 or a member of The Institute of Chartered Secretaries and Administrators if the signatory is neither a solicitor nor a member of air, . the above bodies.

Witness to the above signature	STATES OF
Description	Wayner or Control
In order to prevent any possibility of error in printing the signature, the name of the signature written below in block capitals.	ory should be 86
*Name of signatory of resolution (in block capitals)	ALTICE .

Niver bar of	_
Number of	•
Company.	 •••

# No. 93 (Rules 197, 198 and 201) AFFIDAVIT VERIFYING STATEMENT OF LIQUIDATOR'S ACCOUNT

**UNDER SECTION 342** of the Companies Act 1948

No registration fee charged	Insert the  Name of the Company  DIVERSIFIED CORPORATE SERVICES LIMITED
ablementin.	the Liquidator of the above-named Company, make oath and say:— That *the Account hereunto annexed, marked "B", contains a full and true account of my Receipts and Payments in the winding up of the above-named Company, from the TENTH day of JUNE 19 86, to the NINTH day of JUNE 19 87, inclusive, *and that I have not, nor has any other person by my order or for my use during: uch period, received or paid any moneys on account of the said Company, *other than and except the items mentioned and specified in the said Account.  I further say that the particulars given in the annexed Form 92, marked "B", with respect to the proceedings in and position of the liquidation, are true to the best of my knowledge and belief.  SWORN at 149, Ux kindse head, Hannell, Lincolar W. Asolicitor (or Notary Public or Justice of the Peace) SURINDER N. RAJEUT OFFICE 66 A SOLICIOR CONTAINS

\*Note.-If no Receipts or ayments, strike out the words in italies.

This Affidavit is not required in duplicate, but it must in every case be accompanied by a Statement on Form 92 in duplicate.



Rule 4.223-CVL The Insolvency Act 1986
Liquidator's Statement of
Receipts and Payments
Pursuant to Section 192 of the

5.102

	Pursuant to Section 192 of the Ir.solvency Act 1986	YA				
	To the Registrar of Companies				For o	fficial use
			Com	9904		
(a) insert full name of company	Name of Company  (a)  DIVERSIFIED CORPORATE	SERVICES				Limited
(b) Insert full name(s) and address(es)	I/WAVE (b)  ALAN BROOKE PEMBERT  19A ALEXANDRA COURT  MAIDA VALE  LONDON W9 15Q					
	the liquidator(s) of the company Receipts and Payments under Section	attech a on 192 of th	copy ne Insc	of my olvency	/our state Act 1986	ement of
	Signed abscentelm.		[	Date S	-Feb	, &9
resenter's name, ddress and reference f any)	WINTERS BUCHANAN HOUSE 24-30 HOLBORN, LONDON EC1N 2JB	Liquida	Footion Se	or Office	ial Use	Raomon

# Statement of Receipts and Payments and General Directions as to Statements

The Insolvency Act 1986

Name of	Company	DIVERSFIED C	CORPORATE SERVICES	Limited
Compan;	Number	990443	3	Limited

## (1) Form and Contents of Statement

Every statement must contain a detailed account of all the liquidator's realizations and disbursements in respect of the company. The statement of realizations should contain a record of all receipts derived from assets existing at the date of the winding-up resolution and subsequently realized, including balance in bank, book debts and cells collected, promote sold, &c., and the account of disbursements should contain all payments for costs and charges, or to creditors or contributories. Where property has been realized, the gross proceeds of sale must be entered under realizations, and the necessary payments incidental to sales must be entered as disbursements These accounts should not contain payments into the Insolvency Services Account (except unclaimed dividends — see par. 5) or payments into or out of bank, or temporary investments by the liquidator, or the proceeds of such investments when realized, which should be shown separately: (a) by means of the bank pass book;

(b) by a separate detailed statement of moneys invested by the liquidator, and investments realized. Interest allowed or charged by the bank, bank commission, &c., and profit or loss upon the realization of temporary investments, should however, be inserted in the accounts of realizations or disbursements, as the case may be. Each receipt and payment must be entered in the account in such a manner as sufficiently to explain its nature. The receipts and payments must severally be added up at the foot of each sheet, and the totals carried forward from one account to another without any intermediate balance, so that the gross totals shall represent the total amounts received and paid by the liquidator respectively.

When the liquidator parries on a business, a trading account must be forwarded as a distinct account, and the totals of receipts and payments on the trading account must alone be set out in the statement.

When dividends or instalments of compositions are paid to creditors, or a return of surplus assets is made to contributories, the total amount of each dividend, or instalment of composition, or return to contributories, actually paid, must be entered in the statement of disbursements as one sum; and the liquidator must forward separate accounts showing in lists the amount of the claim of each creditor, and the amount of dividend or composition payable to each creditor, and of surplus assets payable to each contributory, distinguishing in each list the dividends or instalments of composition and shares of surplus assets actually paid and those remaining

- (4) When unclaimed dividends, instalments of composition or returns of surplus assets are paid into the Insolvency Services Account, the total amount so paid in should be entered in the statement of dispursements as
- (5) Credit should not be taken in the statement of disbursements for any amount in respect of liquidator's remuneration unless it has been duly allowed by resolutions of the Liquidation Committee or of the creditors or of the company in general meeting, or by order of court as the case may require.

# LIQUIDATOR'S STATEMENT OF ACCOUNT

pursuant to section 192 of the Insolvency Act 1986

Name of Company DIVERSIFIEI	D CORPORATE SERVICES LIMITED	
Nature of proceedings (whether a member or creditors' voluntary winding-up)		NDING UP
Date of Commencement of winding-up	10TH JUNE 1986	
Date to which Statement is brought down	9TH JUNE 1987	
Name and Address of Liquidator	ALAN BROOKE PERBERTON	

### LIQUIDATOR'S STATEMENT OF ACCOUNT

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DATE

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18.7.86 29.7.86 21.8.86 21.8.86 28.10.86 7.11.86 11.11.86 7.4.37 7.4.87

Disburs

DATE	Received from	Nature of Assets Realised	AMOUNT £
		Brought forward	
0.6.86	Hill Samuel	Bank Accounts	36,457.46
0.6.86	Swiss Bank	Bank Accounts	48,773.17
25.6.86	Hill Samuel	Deposit Interest	90.58
0.6.86	Hill Samuel	Deposit Interest	70.53
80.6.86	Hill Samuel	Deposit Interest	630.91
7.86	Norse Fire	Interest	75.00
25.7.86	Hill Samuel	Deposit Interest	26.90
29.7.86	Hill Samuel	Deposit Interest	26.05
29.7.86	Hill Samuel	Deposit Interest	122.20
29.7.86	Swiss Bank	Deposit Interest	752.07
5. 8.86	Norse Fire	Interest	75.00
9.86	Norse Fire	Interest	75.00
5.10.86	Norse Fire	Interest	75.00
28.10.86	Customs and Excise	VAT	454.71
3. 11.86	Hill Samuel	Deposit Interest	163.01
7. 11.86 3. 12.86	Norse Fire	Interest	75.00
4. 12.86	Hill Samuel	Deposit Interest	186.14
3. 8. 86	Norse Fire	Interest	75.00
3. 8. 86	Swiss Bank	Exchange Difference	50.11
0. 0. 00	Swiss Bank	Deposit Interest	1.31
	İ		
		* Carried forward	88,255.15

\*NOTE—No balance should be shown or this Account, but only the total Realisations and

### OUNT

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# pursuant to Section 192 of the Insolvency Act 1986

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NOTE

DATE Paid to Nature of Disbursements A	MOUNT
	£
27.6.86  Inland Revenue  Corporation Tax  S,49  2.7.86  London Gazette  Hill Samuel  Swiss Bank  Swiss Bank  Winters  A.B. Pemberton  Registrar of Companies  7.11.86  Registrar of Companies  Inland Revenue  Corporation Tax  Statutory Advertising  Bank Charges  Audit and Accountancy Fees  Shareholders'Meeting Costs  Filing Fee  Filing Fee  Corporation Tax  Interim Distribution  S,49  Statutory Advertising  Statutory Advertising  Filing Fee  Corporation Tax  Thereim Distribution  S,49  Statutory Advertising  Statutory Advertising  Filing Fee  Corporation Tax  Thereim Distribution  S,49  S,49  Statutory Advertising  Filing Fee  Corporation Tax  Thereim Distribution	.82 1.85 8.60 7.43 5.00 5.00 0.00 3.30 0.00 7.70 3.00 7.70 3.00 9.00 9.00 9.00 9.00 9.00 9.00 9.0

Disbursements, which should be carried forward to the next Account.

[P.T.O.

#### **ANALYSIS OF BALANCE**

	,	£	
Total Realisations		88,255	15
" Disbursements		81,797	67
Bal	ance	6,457	48
The Balance is made up as follows:  1. Cash in hands of Liquidator			
	£.		
balance at date of commencement of	255.15 797.67		
Total withdrawals from Bank	797.07		
Balance at Bank		6,457	48
3. Amount in Insolvency Services Account	••		
*4. Amounts invested by Liquidator			
Less Amounts realised from same			İ
Balance			
Total Balance as shown above		<b>6,457</b>	48
Note.—Full details of stocks purchased for investment and realisation should be	given in a separ	ate statement.	

\*The investment or deposit of money by the liquidator does not withdraw it from the operation of general regulations. Any such investments representing money held for six months or upwards must be realised and paid into the Insolvency Services Account. This is except in the case of investments in Government securities, the transfer of which to the control of the Secretary of State for Trade and Industry will be accepted as a sufficient compliance with the terms of the regulations.

### NOTE—The Liquidator should also state—

(1)	The amount of the estimated assets and liabilities at the date of the commencement of the winding up	Assets (after deducting amounts charged to secured creditors and debenture holders) £  Liabilities—Secured creditors £  Debenture holders £  Unsecured creditors £	83,700 28,200
(2)	The total amount of the capital paid up at the date of the commencement of the winding-up	Paid up in cash £  Issued as paid up otherwise than for cash £	6,500
(3)	The general description and estimated value of outstanding assets (if any)	RENT ACCOUNT	£6,457
(4)	The causes which delay the termination of the winding-up	OBTAINING TAX CLEARANCES	
(5)	The period within which the winding-up may probably be completed	12 MONTHS	

# RETURN OF FINAL MEETING IN MEMBERS' VOLUNTARY WINDING UP

**SECTION** 

94

Pursuant to section 94 of the Insolvency Act 1986

	To the Registrar of Companies	5	For official	use	Company number	_
			Lii		990443	
(1) Insert full name	NAME OF COMPANY					
of company.	(1) DIVERSIFIED CORPORA	TE SERVICES L	IMITED			
(2) Insert full name(s) and address(es).	ALAN BROOKE PEMBERTO 19A ALEXANDRA COURT MAIDA VALE LONDON W9 1SQ	ON				
(3) Delete the words which are not applicable. (4) Insert date. (5) The copy account must be authenticated by the written signature(s) of the liquidator(s).	heing the liquidator(s) <sup>(5)</sup> of the ameeting of the Company was pursuant to section 94 of the account (of which a copy is a Up of the company has been codisposed of and (3) [that the samples entraty the xmeeting].  Signed   Signe	duly <sup>(3)</sup> [held above-mention ttached) <sup>(5)</sup> laid anducted and	on][ড়েঞ্চপ্ৰেয়া ned Act fo l before it the proper	r the show ty of	xfor] <sup>(4)</sup> 21st December purpose of having a ving how the Windin the company has bee	198 i <b>n</b> i <b>g</b> in
	Date 21st December 1988					1.
	Presented by <sup>(2)</sup>					
	Winters Buchanan House, 24-30 Holborn, LONDON EC1N 2JB	For	official us	ee	•	7
	Presentor's reference (if any)	Liqui	dation section		Post room	
· , .	D519/5				COMPANIES HOUSE	
M-G. ! 21-12-68	PETURN OF FINAL MEETIN PEGISTERED I 11.1.89 A DE DISSOLVED ON: 11.4.80	G NIT:			= 3 JAN 1989 M 49	
Winding Up (Members) 9	Waterlow Publishers, 2nd Floor 27 Crimscott Street, London S	r, E1 5TS		A thre	ee-page form issued in Jan. 19	<del></del> 187

# LIQUIDATOR'S STATEMENT OF ACCOUNT (Pursuant to

Name of Company

DIVERSIFIED CORPORATE SERVICES LIMITED

#### Statement showing how the winding up has been conducted

From 10th June

19 86 (Commencement of Winding Up)

	Statement of Assets and Liabilities	Receipts
RECEIPTS:-	£	£ p
Cash at Bank	83,000	85,230.63
Cash in Hand		
Marketable Securities		
Sundry Debtors	700	454.71
Stock in Trade		
Work in Progress		
Freehold Property		
Leasehold Property		
Plant and Machinery		
Furniture, Fittings, Utensils, etc.		
Patents, Trade Marks, etc.	{	
Investments other than marketable securities		
Surplus from securities		
Unpaid Calls at commencement of Winding Up		
Amounts Received from Calls on Contributories made in the Winding Up		
Receipts per Trading Account	ļ	
Other Property, viz:		
Bank deposit interest Other interest		2,119.81 450.00
£		
LESS:- Payments to redeem securities Costs of execution Payments per trading account	£	
Net Realisations	£	
	<b>£</b>	88,255.15

(1)	Assets, including	
	shown in the statement of assets and liabilities and astimated to be of the	value of £
	have proved to be unrealisable.	

(b) other unclaimed distributions in the winding up \_\_\_\_\_\_\_£
(c) moneys held by the Company in trust in respect of dividences or other sums due before the commencement of the winding up to any person as a member of the Company \_\_\_\_\_\_£

(3) Add here any special remarks the Liquidator thinks desirable:-

Winding Up (Members) 9 Page 2

## MEMBERS' VOLUNTARY WINDING UP

Section 94 of the Insolvency Act 1986

(in liquidation) and the property of the company has been disposed of. to 21st December 1988 (Close of Winding Up)

Cost of Solicitor to Liquidator					£
Liquidator's Remuneration:- Where	% on £	realised	£	p	NIL
applicable  By whom fixed Members	% on £	distributed		<u> </u>	
Auctioneers' and Valuers' Cha Costs of Possession and Maint Costs of Notices in Gazette an	tenance of Estated local papers				97 146
		Total Cost	s and Char	ges £	
(i) Debenture Holders:— Payment of £ Payment of £ Payment of £	per£ de	benturebenture	£	p	
(ii) Creditors:-	*Unsecured:-	2	£	p	30,377
Dividend(s) of £	p in £ on				
(The estimate of amount exp	ected to rank for divid	end was £ )			
(iii) Returns to Contributorie			£	p	57,634
				Balance	
•					1

21st **Dated this** 

day of

December

1988

Signature of Liquidator(s)

Address 19A ALEXANDRA COURT, MAIDA VALE, LONDON W9 1SQ

referential Creditors need not be separately shown if all Creditors have been paid in full.

†State nominal value and class of share.

COMPANIES HOUSE - 3 JAN 1989

Winding Up (Members) 9 Page 3

# DISSOLVED

990443

DIVERSIFIED CORPORATE SERVICES LIMITED

The Liquidators Account and Return of Final Meeting having been registered, this Company is deemed, pursuant to section 585(5) / 595(6), as applicable, of the Companies Act 1985 to be dissolved on the expiration of 3 months from the registration date shown below

EBet.

E L BEAL (Mrs) for Registrar

RFM REGISTERED DATE

11/01/89

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C25B

HC002

No. of Company		NIES ACTS 19 company ha 4, 126 and 127 of	48 TO 61967	re capital	
Annual return of	Diversified Cornol	rate Service	es		Limited *
made up to the loth				h day after the	date of the annual genera
meeting for the year 1970/	71) (Note I). ending		er, 1971		10.10
Address of     registered office     (See also section 5 of this returns)		se, 14 Great	Smith Stre	et, London,	SWIP 3BU.
2. Summary of share capital and c  (a) Nominal Share Capital  (1) Nominal share capital £  [5]		No. of shares 5,0	00 Class	A	Nominal value of each sha
(b) Issued Share Capital and I	Jehentures			Number	Class
(2) Number of shares of each cl with the total shown in t (3) Number of shares of each c	ass taken up to the date of this re he list as held by existing membe lass issued subject to payment w	holly cash		5,000 5,000 NIL	A
- (IV Number of charge of each	class issued as fully paid up for a class issued as partly paid up for an cash and extent to which each	( Amount	per share	NIL	
valumber of shares (if any) of	of each class issued at a discount	*** *** ***	*** ***	NIL	
(7) Amount of discount on the	e issue of shares which has not be ber of shares of each class	een written off at the $egin{array}{ccc} & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & & \\ & & & & & \\ & & & & & \\ & & & & & \\ & & & & & \\ & & & & & \\ & & & & & \\ & & & & & \\ & & & & & \\ & & & & \\ & & & & & \\ & & & & \\ & & & & \\ & & & & \\ & & & & \\ & & & & \\ & & & & \\ & & & & \\ & & & & \\ & & & & \\ & & & & \\ & & & \\ & & & & \\ & & & \\ & & & & \\ & & \\ & & & \\ & & \\ & & & \\ & & \\ & & \\ & & & \\ & &$	e date of this retu t per share	rn NIL Number NIL	Class NIL
(9) Total amount of calls recei			NIL	Number	Class
(11) Total amount (if any) agree of each class issued as pa	ed to be considered as paid on nually paid up for a consideration of the considered as paid on nuartly paid up for a consideration cald	mber of shares 1 other than cash 1	f NIL on  f NIL or   es or debentures es since the date of		£
(15) Total number of shares of				NIL	
(18) Total amount of share wa of the last return	r which share warrants to bearer  rrants to bearer issued and surre	endered respectively er, specifying in	since the date NIL	Issued	£ NIL £ NIL £ NIL £ NIL
	different kinds, particulars of each	th kind )		e required to be	7 9

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Folio In register ledger containing carticulars	Names and addresses
1.	Colonel Alan Brooke Pemberton, Flat 5, 202 Old Brompton Rd, SW 5
2.	John Richard Pilkington, Westbrook, Godalming, Surrey.
3.	Fulcra Finance Ltd, 24/32 King William Street, E.C.4.
4.	Bruce Stephen Burgess, 15 Manor Gardens, Hurstpierpoint, Sussex.

Number of annount of existing me of r

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List of past and preers (Notes 4, 5 and 6)

on Rd, SW 5.

t, Assex.

		Acc	ount of shares			
	Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Remarks				
	(Notes 7 and 8)	Particulars of shares transfers or, in the case of the first recompany, by (a) persons who who have ceased to Number (Note 8)		ration of transfer		
	li Tho			far		
	4,749	-	-	_		
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		1,250	9 Aug 71	_	to Col.Pemberton	
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(a) Register of permembers (Note 10)			w				
Register of depenture holders (Note II) AT the Registered Office.							
(*) Register of directors' interests (Note 12)							
d) Copies of directors' Service contracts (Note 13) NIL	· ,,						
6. Particulars of directors of the company at 1	ne date o	f this return	(Note 14)				
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)		Address (Note 18)		Business occupation and particulars of other directorships (Note 19)			
Alan Brooke Pemberton		Old Brom	npton Road,	Director of: Secalan Enterprises,			
				Secalan. Engineering Designs Limted			
John Richard Pilkington	Westbrook, Godalming, Surrey.		odalming,				
				**			
	Name (Notes 16, 20 and 21)			Address (Notes 21 and 22)			
	<del></del>	<del></del>					
Alan Brooke Pemberton			202 Old Brom	pton Road, London, SW5.			
CERTIFICATION		DELE	TE ANY CERTIFICA	TE WHICH DOES NOT APPLY			
Delete if accounts etc. ar not annexe	re 🕨	A. W Sheet I which annexe on, and Sheet.	Ve certify that there is a laid before the Compan this Return relates (incled to the Balance Sheet) dof the report of the I	nnexed hereto a true copy of every Balance y in General Meeting during the period to uding every document required by law to be and a true copy of the report of the Auditors Directors accompanying, each such Balance			
Delete if <u>not</u> a Private Compan	v 🎉			mpany has not since the date of the last the first Return made, since the date of y) issued any invitation to the public to bentures of the Company.			
Delete if the Number of Members of the Company does not exceed Fift	of <b>b</b>	C. W over fir Compa	e certify that the excess ty consists wholly of pe nies Act 1948, are not to	of the number of members of the Company ersons who under Section 28 (1) ( $b$ ) of the $c$ be included in the reckoning of fifty.			
		<b>D.</b> We certificate	e certify this Return ates which do not apply.	and also that we have deleted those			
Please see note 23 regarding the obligation to file certified copies of accounts and directors' reports with this return.	n d	Sign	ned Milh	milas Director			
ed by The Solicitors' Law Stationery Society Ltd House, Breams Buildings, Fetter Lane, London EC4P 4BU.		Compar	nies 8 W	Silver Secretary			

DIRECTORS' REPORT AND ACCOUNTS

DIVERSIFIED CORPORATE SERVICES LIMITED

30 September 1971

Price Waterhouse & Co 3 Frederick's Place Old Jewry London EC2R 8DB

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ion, SWG.

VOT APPLY

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Director

- <u>Since the</u>

## DIVERSIFIED CORPORATE SERVICES LIMITED

DIRECTORS' REPORT FOR THE PERIOD FROM 29 SEPTEMBER 1970 (DATE OF INCORPORATION) TO 30 SEPTEMBER 1971

#### **DIRECTORS**

Colonel AB Pemberton JR Pilkington

SECRETARY

Colonel AB Pemberton

REGISTERED OFFICE

14 Great Smith Street, London SW1

#### **ACCOUNTS**

The results for the period are as shown in the annexed accounts.

#### DIRECTORATE

The present directors are shown above and were appointed on 7 October 1970. Mr AGG Lomax was appointed a director on 20 January 1971 and resigned on 23 June 1971.

The present directors retire and, being eligible, offer themselves for re-election.

#### ISSUE OF SHARES.

On 7 October 1970, 100 shares of £l each were issued for cash at par and on 20 January 1971 3,650 shares were issued for cash at par to the existing shareholders and 1,250 shares were issued for cash at £2 per share.

#### PRINCIPAL ACTIVITY

The company's principal activity is that of security consultants and the sale of related equipment.

#### CLOSE COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.

#### AUDITORS

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By order of the board

AB Pemberton

Secretary

10th February, 1972

SM Duncan HM Angus CH Nicholson KA Buxton AB Lucas KJ Milligan MR Harris MA Coates GA Chorry DO Bailey

A Wilson
AD Copley
TR Watts
AH Chapman
JB Sewell
TJ Bayliss
PW Barrows
TM Rawcliffe
PL Ainger
CI Brown

WGK Carter
JL Road
JH Bowman
EW Barnes
EJW Bridges
FH King
PJ Pullin
GH Stacy
P Granger
DH North

CH Bailey
EA Roberts
WM Catdwell
H Hughes
AE Wheatley
DP Morland
MI Eckman
MD Carr
CH Duff

Directors of Associated Companies

BJ Brocks BW Sayer P Holdstock AG Thorne

Chi.

# Price Waterhouse & Co

3 Frederick's Place Old Jewry London EC2R 8DB Telephone: 01-606 6044 Telex: 884657

REPORT OF THE AUDITORS TO THE MEMBERS OF DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion the annexed accounts give a true and fair view of the state of the company's affairs at 30 September 1971 and of its loss for the period from 29 September 1970 to 30 September 1971 and comply with the Companies Acts 1948 and 1967.

PRICE WATERHOUDE & OO.

Chartered Accountants

11th February, 1972



DIVERSIFIED CORPORATE SERVICES LIMITED (formally Arborite Merchants Limited - incorporated 29 September 1970)

BALANCE SHEET - 30 SEPTEMBER 1971

FIXED ASSETS (note 2)

5,000

CURRENT ASSETS

Stock (note 3)		3,498
Debtors Balances at bank and in	hand	5,390 3,129
		12,017

LESS: CURRENT LIABILITIES

Creditors	3,803
Directors' loan account	1,350
Payments received in advance from clients	<u>10,310</u>
	15,463

(3.446)

£1,554

Represented by:

SHARE CAPITAL

Authorised and issued 5,000 shares of £l fully paid

5,000

RESERVES

Share	premium a	ccount (note 5	5)	1,250
Profit	and loss	account - adv	verse balance	( <u>4,696</u> )

<u>(3,446</u>)

£1,554

**DIRECTORS** 

AB Pemberton JR Pilkington DIVERSIFIED CORPORATE SERVICES LIMITED (formally Arborite Merchants Limited - incorporated 29 September 1970)

PROFIT AND LOSS ACCOUNT FOR THE PERIOD FROM 29 SEPTEMBER 1970 TO 30 SEPTEMBER 1971

After charging	4,568
Directors' emoluments (note 1) Depreciation Auditors' remuneration Loan interest	5,576 1,013 175 235
ADD: FORMATION EXPENSES	128

ADVERSE BALANCE CARRIED FORWARD

£4,696

10

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1971

## DIRECTORS' EMOLUMENTS

Directors' emoluments were as follows:

Fees 175
Management remuneration 5,401
£5,576

#### FIXED ASSETS

Cost	Furniture, fixtures <u>and equipment</u>	Motor <u>vehicle</u>	<u>Total</u>
Additions during period At 30 September 1971	<u>5,313</u> <u>5,313</u>	<u>700</u> 700	6,013 6,013
<u>Depreciation</u>			
Charge for the period	838	<u> 175</u>	1,013
At 30 September 1971	838	175	1,013
Net book amount			
At 30 September 1971	£4,475	£5 25	£5,000

## 3 STOCK

Stock is stated at the lower of cost and net realisable value.

## 4 TAXATION

The company has approximately £5,000 of tax losses carried forward at 30 September 1971.

## 5 SHARE PREMIUM ACCOUNT

On 20 January 1971 the company issued 1250 shares of £1 each at a premium of £1 per share.

No. 10 (200)	• •	Form No. 6A (Filing fee £3)
No. of Company 990443, " (For notes on this form see the 22		\
"Annual Return Guide" (form 6B)) THE COMPANIES ACTS 1948_TO 196	7	
Annual return of a company having a/sha		
Pursuant to Sections 124, 126 and 127 of the Companies A	ACP1948 CE	War &
	Š FEE	
Annual return of DIVERSIFIED CORPORATE SERVICES	A MARKET E. S.	Limited *,
made up to the 25th Lanuary, 1973 (being the fourteent	h day after the date of t	he annual general
1973 XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX	$\bigcirc$ $\bigcirc$	SEV.
* Delete " Limited " if not applicable	C. A. Char	
I. radress of registered office (See also section 5 of this return)	\ .	3
14 Great Smith Street, London, S.W. 2. Summary of share capital and debentures	.].	
(a) Nominal Share Capital No. of shares 5,000 Class A	A Nomina	I value of each share $\ \pounds$
ssued Share Capital and Debentures	Number C	lass
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members)	5,000	A
(3) Number of shares of each class issued subject to payment wholly in cash	5,000	
(4) Number of shares of each class issued as fully paid up for a consideration other than cash	NIL	
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up	NIL	
(6) Number of shares (if any) of each class issued at a discount	NJ.L.	
Amount of discount on the issue of shares which has not been written off at the date of this return	NIL £	
(8) Amount called up on number of shares of each class  Amount per share  NIL	Number C	lass IL
(9) Total amount of calls received (Note 2)	· · · · · £	100 Paristal 100 Paristal pari
C) Total amount (if any) agreed to be considered as paid on number of shares	Number C	lars
of each class issued as fully paid up for a consideration other than cash  1) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash		
2) Total amount of calls unpaid	N.IL £	***************************************
4) 'Total amount of the sums (if any) allowed by ay of discount for any debentures since the date of the		L
5) Total number of shares of each class forfe and	NIM PEGO	ass Day
6) Total amount paid (if any) on shares forfeited	NI NI NI	
18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return	Surrendered £ NI	
9) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind NIL		
Total amount of indebtedness of the company in respect of all mortgages and charges which are registered with the Registrar of Companies (Note 3)		S y C
resented by:  21 SET 175  20 AUG 1973  21 SET 175	16 JUL 10	DESTION 973 32
resentor's reference:		
Next & grandlayo 385473.		

Hist4

' Me

Margin reserved for binding Margin reserved for binding

Folio In register ledger containing particulars	Names and addresses
	Ralph Frederick Austin, 'Mill Cottage', 88 High Street, Lenham, Maidstone, Kent.
	Bruce Stephen Burgess, 15 Manor Gardens, Hurstpierpoint, Sussex.
1	Patricia Stephen Law, 16 Sinclair Mansions, Richmond Way, London, W.12.
	Colonel Alan Brooke Pemberton, 202 Old Brompton Road, London S.W.5.
	John Richard Pilkington, 'Westbrook', Godalming, Surrey.

IQ	r	r	e:	5 (	е	n	1

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•	
enham,	
Sussex.	
ý <b>,</b>	
ndon S.W.5	•

Margin reserved for Sinding Margin reserved for binding

	Acco	ount of shares		
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transfers or, in the case of the first r company, by (a) persons who who have ceased to	red since the date of the eturn, of the incorpor are still members, and to be members (Note	e last return, ration of the d (b) persons 9)	Remarks
(Notes 7 and 8)	and 8) Number (Note 8) Date of registr		ion of transfer	
	. 1	(a)	(b)	
125				
250				
100				
4 <b>,</b> 150	125	1/1/73		To Austin.
подоб	100	1./1./73		To Law.
	374	5/5/72		To Pilkingto
375				
			••	
				,

(a) Register of members (Note 10)			
·	At the Registe	red Offices.	
(c) Register of directors' interests (Note 12)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
(d) Copies of directors' service contracts (Note 13)			
6. Particulars of directors of the company at th	e date of this return (N	ote 14)	1
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Addi (Note		Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton.	, 202 Old Brom London, S.W.		Director, Secalan Enterprises. Secalan Engineering Designs Ltd.
John Richard Pilkington.	'Westbrook', Godalming, Surrey.	,	
Roy Astley Richards.	The Presbyte Medmenham, Marlow, Bucks.	ery,	
Particula	rs of the secretary of th	ε company at the date	of this return
Name (Notes 16, 20 and	21)		Address (Notes 21 and 22)
. Alan Brooke Pember	ton.	202 Old I	Brompton Road, London S.W.5.
CERTIFICATION	DEL	ETE ANY CERTIFIC	CATE WHICH DOES NOT APPLY
Delete if accounts etc not anno	Shee whic	t laid before the Comp h this Return relates (i xed to the Balance She nd of the report of th	is annexed hereto a true copy of every Balance pany in General Meeting during the period to including every document required by law to be et) and a true copy of the report of the Auditors in Directors accompanying, each such Balance
Delete if not a Private Com	pany Annu	tal Return (or, if this poration of the Com	Company has not since the date of the last is the first Return made, since the date of apany) issued any invitation to the public to debentures of the Company.
Delete if the Number of Member the Company does not exceed	over over	fifty consists wholly c	cess of the number of members of the Company of persons who under Section 28 (1) (b) of the ot to be included in the reckoning of fifty.
	D. certi	We certify this Reficates which do not ap	turn and clso that we have deleted those pply.
Please see note 23 regarding the obliq to file certified copies of accounts directors' reports with this return.	gation s and	Signed As	Secretary &

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 1972

**DIRECTORS** 

Colonel AB Pemberton JR Pilkington R Astley-Richards

SECRETARY

Colonel AB Pemberton

REGISTERED OFFICE

14 Great Smith Street, London SW1P 3BU

ACCOUNTS

The results for the year are as shown in the annexed accounts.

DIRECTORATE

The directors are as shown above and have held office throughout the year with the exception of R Astley-Richards who was appointed on 9 May 1972.

R Astley-Richards having been appointed since the last Annual General Meeting, retires and being eligible, offers himself for re-election. Colonel AB Pemberton retires by rotation and, being eligible offers himself for re-election.

PRINCIPAL ACTIVITY

The company's principal activity is that of security consultants and the sale of related equipment.

CLOSE COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.

**AUDITORS** 

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By Order of the Board

AB Pemberton

Secretary

18 December 1972

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' K

SM Duncan
CH Nicholson
AB Lucas
MR Harris
MA Coates
GA Cherry
KA Buxton
KJ Milligan
A Wilson
AD Copley
TR Watts

AH Chapman EW Barnes JB Sewell EJW Bridges TJ Bayliss FH King PJ Pullin PW Barrows GH Stacy TM Rawcidfe Pl. Amger P Granger Cl Brown DH North WGK Carter CH Bailey JL Read **EA Roberts** JH Bowman WM Caldwell

Barnes H Hughes
Bridges AE Wheatley
ing DP Morland
uffin MI Eckman
Stacy MD Carr
anger CH Gulf
forth MG Waller
Bailey RW White
Loberts CM Burley
Caldwell FEH Jackson

Directors of Associated Companies BJ Brocks BW Sayer P Holdstock AG Thorne

## Price Waterhouse & Co

3 Frederick's Place Old Jewry London EC2R 8DB Telephone: 01-806 6044 Telex: 084657

REPORT OF THE AUDITORS TO THE MEMBERS OF DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion the annexed accounts give a true and fair view of the state of the company's affairs at 30 September 1972 and of its profit for the year ended on that date and comply with the Companies Acts 1948 and 1967.

PRICE WATERHOUSE & CO.

Chartered Accountants

19th December, 1972

DIVERSTFIED	CORPORATE	SERVICES	LIMITED

BALANCE :	SHEET	-	30	SEPTEMBER	1972	

			BALANCE SHEET - 30 SEPTEMBER 1972		
5.1		<u>1971</u>			
•	* * ** ***	5,000	FIXED ASSETS (Note 1)		5,081
ş <b>ı</b>		-	TRADE INVESTMENT - at cost (Note 3)		5,,000
k,			CURRENT ASSETS		
· Va	3,498 5,390 3,129		Stock (Note 2) Debtors Balances at bank	5,852 10,453 40,474	
i a	12,017			56,779	
` <u>.</u>			LESS: CURRENT LIABILITIES		
	3,803		Creditors	8,410	
	1,350 10,310		Directors' loan account Payments received in advance from clients Taxation payable 30 June 1973	21,848 11,500	
•	15,463			41,758	
		(3,446)			15,021
•	,	£1,554			£25,102
•					
			Represented by:		
£			SHARE CAPITAL		
જ.∗		5,000	Authorised and issued 5,000 shares of £1 fully paid		5,000
;			RESERVES		
, 4e	1,250 (4,696)	(3,446)	Share premium account Profit and loss account (1971 adverse)	1,250 17,552	18,802
k 84	,		DEFERRED TAXATION (Note 4)		1,300
		£1,554			£25,102

## DIRECTORS

**1**1 /

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AB Pemberton JR Pilkington



# PROFIT AND LOSS ACCOUNT FOR THE VID ENDED 30 SEPTEMBER 1972

pulsa.		<u>1971</u>	ENDED	30 SEPTEMBER 19	72
,   		(4,696)	PROFIT (LOSS) FOR THE YEAR After charging		35,048
f <sup>esth</sup> a th	5,576 1,013 175 235		Directors' emoluments Depreciation Auditors' remuneration Loan interest	8,344 1,903 400	
f.eq.			After crediting	32	
	<u>58</u>		Bank interest	1,313	
. 4			DEDUCT: TAXATION		
: :: -			Corporation tax (Note 4) Transfer to deferred taxation	11,500 1,300	
		(4, 600)			12,800
		(4,696)	PROFIT (1971 LOSS) AFTER TAXATION		22,248
' • · -			DEDUCT: ADVERSE BALANCE BROUGHT FORWARD		(4,696)
. <del>-</del>		£(4,696)	BALANCE CARRIED FORWARD (1971 ADVERSE)		
•			The state of the s		£17,552

9

## . DIVERSIFIED CORPORATE SERVICES LIMITED

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1972

### 1 FIXED ASSETS

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Cost	Furniture, fixtures and equipment	Motor <u>vehicle</u>	Total
Balance 1 October 1971	5,313	700	6,013
Additions during year	1,984		1,984
At 30 September 1972	7,297	700	7,997
	<del></del>		
Depreciation			
Balance 1 October 1971	838	175	1,013
Charge for the period	1,728	<u>175</u>	1,903
At 30 September 1972	2,566	350	2,916
	-		<del></del>
Net Book Amount			
At 30 September 1972	£4,731	£350	£5,081
At 30 September 1971	<u>£4,475</u>	£5.25	£5,000

At 30 September 1972 the directors had authorised but not contracted for capital expenditure amounting to £21,000.

## 2 STOCK

Stock is stated at the lower of cost and net realisable value.

## 3 TRADE INVESTMENT

The directors' valuation of the trade investment at 30 September 1972 is equal to the cost.

### 4 TAXATION

The corporation tax charge is based on the profits of the year after taking account of the losses of about £4,000 brought forward from the previous perio. The deferred taxation represents tax at 40% on the difference between the tax written down value and the book written down values of fixed assets.

No of Company 990443 (For notes on this form see the "Annual Return Guide" (form 68))

# THE COMPANIES ACTS 1948 TO 1967

Annual return of DIVERSIFIED CORPORATE SERVICES		Limited *
nade up to the 27 February 19 74 (being the fo	ourteenth day after t	he date of the annual genera
neeting for the year 1974 (Note I). ending 30 September 1973	]	· ·
. Address of Orchard House, registered office Orchard Smith Street, London SW 1	1.	
. Summary of share capital and debentures		
(I) Nominal Share Capital 6,000 divided into	Class A £1	Nominal value of each share
b) Issued Share Capital and Debentures	Number	Class
(2) Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members)	5,000	Α
(3) Number of shares of each class issued subject to payment wholly in cash	{ 5,000	
(4) Number of shares of each class issued as fully paid up for a consideration other than cash	{ Nil	
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up	Nil	
(6) lumber of shares (if any) of each class issued at a discount	{ Nil	
(7) Amount of discount on the issue of shares which has not been written off at the date of th	is return Nil	£
Amount per share		Class
(8) Amount called up on number of shares of each class { £ 辩記 /	超至 5 6	. ME 5000
(9) Total amount of calls received (Note 2)	Number	Class
10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	on {	
Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash	on {	e Nil
12) Total amount of calls unpaid	tures	£ Nil
14) Total amount of the sums (if any) allowed by way of discount for any debentures since the		£ Nil
15) Total number of shares of each class forfeited	Number   Nil	Class
16) Total amount paid (if any) on shares forfeited		£ Nil
,,,, ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		i Nil
18) Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return	nte { Issued { Surrendered	£ Nil
19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind N	lil	er en en en en en en en en en en en en en
. Total amount of indebtedness of the company in respect of all mortgages ar charges whi registered with the Registrar of Companies (Note 3)	ich are required to be	f Nil Le B
resented by:	COLLEGAN	A. Riba Falling
$\sim \omega$	<b>!</b> .	3 MAR 1974
$\neg$	j	

## 4. List of Past and Present

Folio In registor ledger containing particulars	Names and addresses
	Ralph Fredrick Austin
	Mill Cottage, 88 High Street, Lenham, Maidstone, Kent.
	Bruce Stephen Burgess
	15 Manor Gardens, Hurstpierpoint, Sussex.
	Patricia Stephen Law
	16 Sinclair Mansions, Richmond Way, London, W 12.
	Colonel Alan Brooke Pemberton
	202 Old Brompton Road, London S.W. 5.
	John Richard Pilkington,
į	Westbrook, Godalming Surrey.
ļ	
	•

Membe

B &T

Number amount existing (No. 1)

Ma. gin reserved for binding
Me.gin reserved for binding

P

		ount of shares		
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transfers or, in the case of the first r company, by (a) persons who who have ceased to	red since the date of the eturn, of the incorpe of are still members, and to be members (Note	ne last return, pration of the nd (b) persons	Remarks
(Notes 7 and 8)	Numbar (Nota 8)	Date of registrat		
125		(6)	(b)	
250				
100		•		
4,525				
-	375		9:7:73	To PEMBERTON
5/00%				

5. Situation of the company's registers, etc., if I	kept at an address oth	her than the registered office.
(o) Register of members (Note 10)	man de la competita de la competita de la competita de la competita de la competita de la competita de la comp	
(b) Register of At debenture holders (Note II)	the Register	red Offices
Ś		
)		
6. Particulars of directors of the company at the		
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Ac	Business occupation and ddress particulars of other directorships (Note 19)
ALAN BROOKE PEMBERTON		DIRECTOR  Communication Security Limited.
		Secalan Engineering Designs Limited.
ROY ASTLEY RICHARDS	re of the corretany of	the company at the date of this return
Name (Notes 16, 20 and		Ad aress (Notes 21 and 22)
PATRICIA STEPHEN LAW		16 Sinclair Mansions Richmond Way London, W 12.
CERTIFICATION	DE	ELETE ANY CERTIFICATE WHICH DOES NOT APPLY
Delete if accounts etc not ann	she c. are wh dexed and on,	We certify that there is annexed hereto a true copy of every Balance eet laid before the Company in General Meeting during the period to sich this Return relates (including every document required by law to be nexed to the Balance Sheet) and a true copy of the report of the Auditors, and of the report of the Directors accompanying, each such Balance eet.
Delete if <u>not</u> a Private Com	npany An inc	We certify that the Company has not since the date of the last nual Return (or, if this is the first Return made, since the date of corporation of the Company) issued any invitation to the public to bscribe for any shares or debentures of the Company.
Delete if the Number of Membership the Company does not exceed	Fifty D OV	We certify that the excess of the number-of-members-of-the-Company er-fifty-consists wholly-of-persons who under Section 28-(1)-(b)-of-the ompanies Act 1948, are not to be included in the reckoning of fifty.
	D. cei	. We certify this Return and also that we have deleted those rtificates which do non apply.
Flease see note 23 regarding the oblito file certified copies of account directors' reports with this return.	s and 🖻	Signed Mikelin Line Director  Secretary
Oyez Publishing Limited, Oyez House, 237 Long Lane. Јине, 1973	Co London SEI 4PU.	ompanies 8

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 1973

#### DIRECTORS

Colonel AB Pemberton. R Astley-Richards

#### SECRETARY

Miss P Law

#### REGISTERED OFFICE

14 Great Smith Street, London SWIP 3BU

#### ACCOUNTS

The results for the year and the financial position of the group and of the company are as shown in the annexed accounts. The directors do not recommend the payment of a dividend.

### DIRECTORS

The present directors are as shown above. JR Pilkington was a director until he resigned on 29 June 1973. R Astley-Richards retires by rotation and, being eligible, offers himself for re-election. At 30 September 1972 and 1973 AB Pemberton held 4.525 shares in the company.

## SUBSIDIARY COMPANY

During 1973 the company acquired the whole of the issued share capital of Communication Security Limited.

## PRINCIPAL ACTIVITIES

The group's principal activities are those of security consultants and the sale of related equipment.

1

DIRECTORS: REPORT FOR THE YEAR ENDED 30 SEPTEMBER 1973 (continued)

# CLOSE COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.

## AUDITORS

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By order of the board,

Miss P Law

Secretary

3 3rd January, 1974

# Price Waterhouse & Co

3 Frederick's Place Old Jewry London EC2R 8DB Telephone: 01-606 6044 Telex: 884657

AUDITORS' REPORT

In our opinion the annexed accounts give a true and fair view of the state of affairs at 30 September 1973 and of its loss for the year then ended of the company and of the group and comply with the Companies Acts 1948 and 1967.

PRICE WATERHOUSE & CO. Chartered Accountants

5 Oth January, 1974

London Chicks an Michael Mac dos lagran, Alance in Man. An Chapman subsemble 13 Baylos CDA Made PW Bur was 1M Haw the Burger Company of the Michael Chapman English Photon Distan, Promote Delignon Configuration of the Michael Chapman Structure, Photon Configuration of the Michael Chapman Michael Michael Chapman Burgers Administration of the Michael

DIVERSIFIED CORPORATE SERVICES LIMITED		8
CONSOLIDATED BALANCE SHEET - 30 SEPTEMBER 1973		U
FIXED ASSETS (Note 2)		33,323
TRADE INVESTMENT (Note 3)		1
CURRENT ASSETS		
Stock (Note 5) Debtors Balances at bank	3,455 23,892 3,332 30,679	
LESS: CURRENT LIABILITIES		
Creditors Payments received in advance from clients Taxation Loan from director	10,982 7,413 150 <u>5,373</u> 23,918	
		6,761
		£40,085
Represented by:		STORY AND COMMON
SHARE CAPITAL		
Authorised, issued and fully paid 5,000 shares of £1 cach		5,000
RESERVES		
Share premium account Profit and loss account	1, 250 • 0 <u>35</u>	4 <b>,</b> 285
DEFERRED TAXATION (Note 6)		1,300
BANK LOAN (Note 8)		<b>29,50</b> 0
		£40,085

		DIVERSIFIED CORPORATE SERVICES LIMITED	0
	1972	BALANCE SHEET - 30 SEPTEMBER 1973	9
	5,081	FIXED ASSETS (Note 2)	33,114
	5,000	TRADE INVESTMENT (Note 3)	1
•		INTEREST IN SUBSIDIARY (Note 4)	
	_	Shares at cost Loan account	300 2,700
		CURRENT ASSETS	3,000
5,852 0,453		Stock (Note 5) Debtors	3,155
0,474 6,779		Balances at bank	23,841 2,585
		I TOO	29,581
8,410		LESS: CURRENT LIABILITIES Creditors	
1,848 1,500		Payments received in advance from clients Taxation	10,515 7,413 150
1100	15,021		18,078
	£25,102		11,503
			£47,618
		Represented by:	
		SHARE CAPITAL	
	5,000	Authorised, issued and fully paid 5,000 shares of £1 each	5.00(
		RESERVES	5,000
250 552	18,802		1,250 0,568
		BANK LOAN (Note 8)	11,818
	3 200	·	29,500
	1,300	DEFERRED TAXATION (Note 6)	1,300
		DIRECTORS	
	25 300	AB Pemberton R Astley-Richards	
L.,	25,102		£47 <b>,</b> 618

	DIVERSIFIED CORPORATE SERVICES LIMITED		10
	CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 1973		, -
	TRADING LOSS BEFORE EXCEPTIONAL ITEMS		1,382
<b>@</b>	after charging:		
	Directors' emoluments (Note 7) Depreciation Auditors' remuneration Loan interest	8,273 2,046 650 550	
	after crediting:		
	Bank interest Profit on sale of fixed assets	1,014 154	
	ADD: TAXATION (Note 6)		
	Corporation tax Prior year adjustment	150 ( <u>132</u> )	18
نام فالأمه مهميرم	TRADING LOSS AFTER TAXATION BEFORE EXCEPTIONAL ITEMS		1,400
مة الم	EXCEPTIONAL ITEMS		
تطعين ومرمون والمرمون والمتاريخ	Trade investment written off (Note 3) Premium on acquisition of a subsidiary written off	9,035 4,082	13,117
	LOSS FOR THE YEAR (of which £6,984 has been dealt with in the accounts of the holding company)		14,517
علون المائنة المائنة المائنة المائنة المائنة المائنة المائنة المائنة المائنة المائنة المائنة المائنة المائنة ا	BALANCE BROUGHT FORWARD		17,552
مهر می می می می می می می می می می می می می	BALANCE CARRIED FORWARD		£3,035

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DIVERSIFIED	CORPORATE	SERVICES	LIMITED
	OOM OMETIN	OTITATORD	

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		PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 1973	11
	1972		
	35,048	TRADING PROFIT FOR THE YEAR BEFORE EXCEPTIONAL ITEM	2,069
		after charging:	
8,344 1,903 400 32		Directors' emoluments (Note 7) 8,273 Depreciation 2,023 Auditors' remuneration 600 Loan interest 550	
		after crediting:	
1,313		Bank interest 1,014 Profit on sale of fixed assets 154	
		DEDUCT: TAXATION (Note 6)	
11,500		Corporation tax 150 Prior year adjustment (132)	
1,300	12,800	Transfer to deferred taxation	18
	22,248	TRADING PROFIT AFTER TAXATION BEFORE EXCEPTIONAL ITEM	2,051
		DEDUCT: EXCEPTIONAL ITEM	
	<b>644</b>	Trade investment written off (Note 3)	9,035
	22,248	LOSS (1972 PROFIT) AFTER TAXATION AND EXCEPTIONAL ITEM	(6,984)
	(4,696)	ADD (1972 DEDUCT): BALANCE BROUGHT FORWARD	17,552
	£17,552	BALANCE CARRIED FORWARD	£10,568

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1973

## 1 ACCOUNTS

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The consolidated accounts include the accounts of the holding company for the year ended 30 September 1973 and of its subsidiary for the eleven month period ended 30 September 1973.

FIXED ASSETS	Freehold property	Furniture fixtures and equipment	Motor vehicle	Total
COMPANY				
Cost Balance 1 October 1972 Additions Disposals Balance 30 September 1973	27,965	7,297 1,179 8,476	700 1,262 700 1,262	7,997 30,406 700 37,703
Depreciation  Balance 1 October 1972  Depreciation on disposals  Charge for the year  Balance 30 September 1973		2,566 1,786 4,352	350 350 237 237	2,916 350 2,023 4,589
Net book amount	£27,965	£4,124	£1,025	£33,114
GROUP  Cost  Balance 1 October 1972  Acquired in subsidiary  Additions  Disposals  Balance 30 September 1973	27, 965 27, 965	(322	1,262	7,997 322 30,638 (1,022) 37,935
Depreciation  Balance 1 October 1972 Acquired in subsidiary Charge for the year Depreciation on disposals Balance 30 September 1975	5	2,566 32: 1,809 - (32 - 4,37)	237 1) (350	
Net book amount	£27 <b>,</b> 96	5 £4,33	3 £1,025	£33 <b>,</b> 323

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1973 (continued)

3	TRADE INVESTMENT	48
J	Unquoted shares, at cost - 1 October 1972	5,000
	Further shares taken up during the year	4,036
		9,036 9,03 <u>5</u>
	Less: Amount written off during the year	1
	Balance at 30 September 1973	

## 4 SUBSIDIARY

The company acquired the whole of the issued share capital of Communication Security Limited during the year, at a cost of £300.

## 5 STOCK

Stock is stated at the lower of cost and net realisable value.

## 6 TAXATION

The taxation charge arises in the parent company and is based on its results of the year after approximately £2,300 of taxation losses have been utilised by way of group relief from the subsidiary.

The deferred texation represents tax on the difference between the tax written down value and the book written down value of fixed assets.

		-	-
		£8,273	£8,344
	Management remuneration Compensation for loss of office	7,773 500	8, 344
7	DIRECTORS EMCL MENTS	1973	1972

## 8 BANK LOAN

The bank loan is secured on the freehold property of the company and is repayable within 5 years.

(For notes on this form see the "Annual Return Guide" (form 6B))

## THE COMPANIES ACTS 1948 TO 1967

# Annual return of a company having a share capital Pursuant to Sections 124, 126 and 127 of the Companies Act 1948

Annual return of	DIVERSIFIED CC	RPORATE SI	ERVICES	***********************	•••••••••••••••••••••••••••••••••••••••	Limited *,
	26th MARCH		15 (being the	e fourteentl	h day after the	date of the annual general
	19.74/75 (Note 1)		ited '' if not applice			
. Address of registered office (See also section 5 of	ORCHARD	HOUSE, 14	GREAT SMIT	H STREET	, LONDON SV	V1
2. Summary of share cap	sital and debentures					
(a) Nominal Share Ca (1) Nominal share cap	E 000	No. of s	hares 5,00	O Class	A @ £1	Nominal value of each share
(b) Issued Share Capit	tal and Debentures				Number	Class
(a) Number of charge	of each class taken up to the date nown in the list as held by existin	of this return (v g members)	vhich number must	agree {	5,000	.s
(3) Number of shares	of each class issued subject to pa	yment wholly in	cash	{	5,000	
(4) Number of shares	of each class issued as fully paid	up for a consider	ration other than c	ash {	NIL	
(5) Number of shares a consideration such share is so	of each class issued as partly pa other than cash and extent to we paid up	id up for alch each	Amount per s	hare	NIL	
•	s (if any) of each class issued at a			•• ••• -1	NIL	
(7) Amount of discou	int on the issue of shares which h	as not been wri	tten off at the date Amount per	of this retur	NIL	Class
(8) Amount called up	on number of shares of each cla	55 {	£ One		5,000	6.250
(9) Total amount of	calls received (Note 2)				 Number	Class
of each class is	any) agreed to be considered as pa sued as fully paid up for a consid	<b>2. 40. 6.1.</b>	•	NIL on	1	
of each class iss	any) agreed to be considered as pa sued as partly paid up for a consid	aid on number of cration other th	shares an cash	NILon	1	£ NIL
(12) Total amount of		mission in respec	t of any shares or	debentures		£ NIL
(13) Total amount of (14) Total amount of	the sums (if any) allowed by way	of discount for	any debentures sin	ce the date of	f the last return    Number	£ NIL Class
•	shares of each class forfeited			***	NIL	
(16) Total amount pa	id (if any) on shares forfeited	*** *** **	• •••		•••	£ NIL
UN Total amount of	shares for which share warrants	to bearer are ou	tstanding	the date	( Issued	f NIL
of the last reti	share warrants to bearer issued		•	*** ***	Surrendered	t NH
the case of wa	s comprised in each share warran rrants of different kinds, particul					A Commence of the Commence of
3. Total amount of in registered with the	ndebtedness of the company in a Registrar of Companies (Note 3	respect of all m	ortgages and charg	ges which are	required to be	<u>c</u> 15,500
Presented by:				COMPRISED IN C Z G SIAN 44 OFFIC		CORPARIZED DESIGNATION ( 20 O 1745,
Presentor's refere	nce:		1			The second of th

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# 4. List of Past and Present

Folio In register ledger containing particulars	Names and addresses
	PARTICULARS OF CHANGE ONLY
	RALPH FREDERICK AUSTIN
	BRUCE STEPHEN BURGESS
	PATRICIA STEPHEN LAW
	COLONEL ALAN BROOKE PEMBERTON
	DAVID CARRUTHERS PEMBERTON 202 Old Brompton Road, London SW5
	n

Margin reserved for binding

Particulars of shares transfer or, in the case of the first recompany, by (a) persons who who have ceased Number (Note 8)	Date of registr	poration of the and (b) persons to 9)	Remarks
	Date of registr		4
	(a)	amon of transfer	
		(b)	
125		24/6/74	TO: Col. A.B. PEMBERTON
249		7/8/74	Col. A.B. PEMBERTON
100		1/5/74	Col. A.B. PEMBERTON
1		7/8/74	D.C. PEMBERTON
	249 100	100	249 7/8/74 100 1/5/74

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reserved
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5. Situation of the company's registers, etc., if kep	t at an address other	r than the registered c	offico.
(a) Register of members (Note 10)		nate and a supplementation of the supplementa	
(b) Register of debenture holders (Note 11)			
(c) Register of directors' interests (Note 12)			i
(d) Copies of directors' ) service contracts (Note 13)			
6. Pa. ticulars of directors of the company at the c			
			Business occupation and
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Addr (Note		particulars of other directorships (Note 19)
·			
ALAN BROOKE PEMBERTON			DIRECTOR COMMUNICATION SECURITY LTD SECALAN ENGINEERING DESIGNS LTD
ROY ASTLEY RICHARDS			DIRECTOR
JOHN EVELYN ANDERSON	4.~		DIRECTOR NIL
Particulars o	of the secretary of the	company at the date of	of this return
Name (Notes 16, 20 and 21)	)		Address (Note: 21 and 22)
MARGARET FATRICIA CRAIG		11 CAMBRIDGE	PLACE, LONDON W8
CERTIFICATION	DELE	TE ANY CERTIFIC	ATE WHICH DOES NOT APPLY
Delete if accounts atc. as not annexe	Sheet which	laid before the Composithis Return relates (in ed to the Salance Sheated of the report of the	annexed hereto a true copy of every Salance any in General Meeting during the period to ciuding every document required by law to be and a true copy of the report of the Auditors. Directors accompanying, each such Balance
Delete if nc ¬ Private Compar	Annua Annua	al Return (or, if this	Company has not since the date of the last is the first Return made, since the date of lany) issued any invitation to the public to debentures of the Company.
Delete if the Number of Members the Company does not exceed Fif	ty Over Comp	fifty consists wholly of canies Act 1948, are not	ess of the number of members of the Company persons who under Section 23 (1) (b) of the to be included in the reckoning of fifty.
and the second s	certifi	icates which do not app	<b>)</b>
Please see note 23 regarding the obligati to file certified copies of accounts a directors' reherts with this return.			Crawy Secretary
Oyez Publishing Limited, Oyez House, 237 Long Lane, London SE1 4PU, a subsidiary The Solicitors' Law Stationery Society, Limit (October, 1974)	of	oanies 3	

# Directors' Report and Accounts

DIVERSIFIED CORPORATE SERVICES LIMITED

30 September 1974

Price Waterhouse & Co 3 Frederick's Place Old Jewry London EC2R 8DB

DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 1974

#### DIRECTORS

Colonel A. Pemberton R Astley-Richards Major General Sir John Anderson

## SECRETARY

Miss MP Craig

## REGISTERED OFFICE

14 Great Smith Street, London SW1P 3BU

#### ACCOUNTS

The results for the year and the financial position of the group and of the company are as shown in the annexed accounts. The directors do not recommend the payment of a dividend.

## DIRECTORS

The present directors are as shown above. Colonel AB Pemberton retires by rotation and, being eligible, offers himself for re-election. At 30 September 1973 and 30 September 1974 AB Pemberton held respectively 4.525 and 4,999 shares in the company.

## PRINCIPAL ACTIVITIES

The group's principal activities are those of security consultants and the sale of related equipment.

## CLOSE COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes  ${\sf Act}$  1970.

## **AUDITORS**

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The auditors, Price Waterhouse & Co, have signified their willingne to continue in office.

By Order of the Board

Miss MP Craig Secretary

# Price Waterhouse & Co

3 Frederick's Place Old Jewry London E Telephone: 01-606 6044 Telex: 884657

AUDITORS' REPORT TO THE MEMBERS OF DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion the annexed accounts give a true and fair view of the state of affairs at 30 September 1974 and of its profit for the year then ended of the company and of the group and comply with the Companies Acts 1948 and 1967.

PRICE WATERHOUSE & CO

Chartered Accountants

FB JANUARY 1973

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;		1973	CONSOLIDATED BALANCE SHEET - 30 SEPTEMBER 1974	,	
		33,323	FIXED ASSETS (Note 2)		33,089
		1	TRADE INVESTMENT (Note 4)		1
			CURRENT ASSETS		
•	3,455 23,892 3,332 30,679		Stock (Note 6) Debtors Balances at bank	4,429 8,999 18,962 32,390	
			LESS: CURRENT LIABILITIES		
	10,982 7,413 150 5,373 23,918	·	Creditors Payments received in advance from clients Taxation Loan from director	24,584 716 3,288 5,373 33,961	
		6,761	NET CURRENT LIABILITIES (1973 ASSETS)		(1,571)
		£40,085			£31,519
			Represented by:		
,			SHARE CAPITAL		
,		5,000	Authorised, issued and fully paid 5,000 shares of £1 each		5,000
			RESERVES		
	1,250 3,035	4 . 285	Share premium account Retained earnings (Note 3)	1,250 5,769	7,019
		1,300	DEFERRED TAXATION (Note 7)		1,000
		29,500	BANK LOAN (Note 8)		18,500
		£40,085			£31,519

•

		•			
			BALANCE SHEET - 30 SEPTEMBER 1974		
		1973			
		33.114	FIXED ASSETS (Note 2)		32 926
		1	TRADE INVESTMENT (Note 4)		1
			INTEREST IN SUBSIDIARY (Note 5)		
	300		Shares at cost	300 3,700	
	2,700 3,000		Loan account	4,000	
		3,000	LESS: PROVISION	4,000	-
			CURRENT ASSETS		
	3,155		Stock (Note 6)	3,763	
	23,841 2,585		Debtors Balances at bank	8.135 18,932	
	29.581			30,830	
			LESS: CURRENT LIABILITIES		
	10,515		Creditors	23,788	
	7,413 150		Payments received in advance from clients Taxation	716 <u>3,288</u>	
	18,078			27,792	
	<del></del>	11,503	NET CURRENT ASSETS		3,038
		£47,618			£35,965
			Represented by:		
			SHARE CAPITAL		
		5 000	Authorised, issued and fully paid 5,000 shares of £1 each		5,000
			RESERVES		
	1,250		Share premium account	1,250	
J.	<u>10 568</u>	11,818	Retained earnings (Note 3)	10.215	11,465
		29,500	BANK LOAN (Note 9)		18,500
· et s		1,300	DEFERRED TAXATION (Note 7)		1,000
, ,			DIRECTORS		•

£35,965

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£47.618

AB Pemberton

R Astley-Richards

CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 1974

	1973			
	$\frac{£147,171}{}$	TURNOVER (Note 1)		£144,613
	(1,382)	TRADING PROFIT (1973 LOSS) BEFORE EXCEPTIONAL ITEMS		5,572
		after charging:		
8,273 2,046 650 		Depreciation Auditors' remuneration Loss interest	,927 ,489 800 ,011	
		TAXATION (Note 7)		
150 (132)	18	Prior year adjustment	, 200 (62) (300)	2,838
	(1,400)	TRADING PROFIT (1973 LOSS) AFTER TAXATION BEFORE EXCEPTIONAL ITEMS		2,734
		EXCEPTIONAL ITEMS		
(9,035)		Trade investment written off (Note 4)	-	
(4,082)	(13,117)	Premium on acquisition of a subsidiary written off		<u> </u>
	(14,517)	PROFIT (1973 LOSS)	•	2,734
	17,552	BALANCE BROUGHT FORWARD	-	3,035
	£3,035	BALANCE CARRIED FORWARD	_	£5,769

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NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1974

## 1 TURNOVER

Turnover represents the total amounts invoiced to customers.

## 2 FIXED ASSETS

-	Freehold property	Furniture fixtures and equipment	Motor vehicles	Total
COMPANY				
Cost Balance 1 October 1973 Additions Disposals	27,965 - 	* 8,476 505 ————	1,262 1,750	37,703 2,255
Balance 30 September 1974	27,965	8,981	3,012	<b>3</b> 9,958
Depreciation				
Balance 1 October 1973	-	4,352	237	4,589
Depreciation on disposals	-	-	-	-
Charge for the year		2,018	425	2,443
Balance 30 September 1974	-	6,370	6 <b>62</b>	7,032
Net book amount	£27,965	£2,611	£2,350	£32,926
GROUP		<del></del>		
Cost				
Balance 1 October 1973 Additions Disposals	27,965 - -	8.708 505	1,262 1,750	37,935 2,255
Balance 30 September 1974	27,965	9,213	3,012	40,190
Depreciation				
Balance 1 October 1973	-	4,375	237	4,612
Charge for the year	·	2,064	425	2,489
Deprociation on disposals	-	day and the supplemental and supplementa	·	
Balance 30 September 1974	-	6,439	662	7,101
•	— -— <del>-</del>	<del></del>		

iE ACCOUNTS - 30 SEPTEMBER 1974 (CONTINUED) NOTE

#### FIXE. 3 (CONTINUED)

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	<del></del>			
Net book amount	£27,965	£2,774	£2,350	£33,089
		Furniture fixtures and equipment	Motor vehicles	Total

Depreciation is provided in order to write off the cost of the fixed assets in equal instalments over their estimated useful lives.

#### RETAINED EARNINGS 3

The movements during the year were as follows:-

Balance brought forward	10,568	3,035
Profits retained during the year	3,647	2,734
Provision against losses of subsidiary	(4,000)	
	£10,215	£5,769
	manus series	
TRADE INVESTMENT		

Company

Group

Unquoted shares at cost	9,036
Less: Amount written off at 30 September 1973	9,035
Balance at 30 September 1974	1

# SUBSIDIARY

The company owns the whole of the issued share capital of Communication Security Limited.

#### 6 STOCK

t sa

Stock is stated at the lower of cost and net realisable value.

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1974 (CONTINUED)

#### 7 TAXATION

The taxation charge arises in the parent company and is based on its results of the year after approximately £900 (1973 £7,300) of taxation losses have been utilised by way of group relief from the subsidiary.

The deferred taxation represents tax on the difference between the tax written down value and the book written down value of fixed assets.

#### 8 DIRECTORS' EMOLUMENTS

Directors emoluments comprise:

	1974	1973
Management remuneration Compensation for loss of office	6,927	7,773 500
	£6,927	£8,273
Management remuneration:		<del></del>
Chairmar	£4,497	
Other directors:		
£1 - £2,500	2	

# 9 BANK LOAN

The bank loan is secured on the freshold property of the company and is repayable within 5 years.

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# Directors' Report and Accounts

DIVERSIFIED CORPORATE SERVICES LIMITED

30 September 1975

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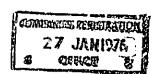
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DIRECTORS' REPORT FOR THE YEAR ENDED 30 SEPTEMBER 1975

The directors present their report and the accounts for the year ended 30 September 1975.

#### DIRECTORS

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Directors during the year were as follows:

Colonel AB Pemberton, MBE R Astley Richards, OBE Major General Sir John Anderson KBE, C.Eng, FIEE

R Astley Richards retires by rotation in accordance with the Articles of Association and, being eligible, offers himself for re-election.

#### DIRECTORS' INTERESTS

At 1 October 1974 and at 30 September 1975 Colonel AB Pemberton was (either directly or indirectly) interested in 4,999 and 4,900 shares of the company respectively.

# ACTIVITIES

The group's principal activities were those of security consultants and the sale of related equipment.

## TRADING RESULTS AND DIVIDEND

Trading results for the year may be summarised as follows:

Group profit before taxation Taxation	4,178 1,450
Group profit after taxation Retained profits brought forward	2,728 5,769
Amount available for distribution	£8,497

The directors do not recommend the payment of a dividend and they propose that the balance of £8,49 should be carried forward.

#### COMPANY STATUS

The company is a close company under the provisions of the Income and Corporation Taxes Act 1970.

DIRECTORS' REPORT FOR THE YEAR ENDED 3C SEPTEMBER 1975 (CONTINUED)

AUDITORS

The auditors, Price Waterhouse & Co, have signified their willingness to continue in office.

By Order of the Board

W.l. Crasq

MP Craig Secretary

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22 December 1975



SOUTHWARK TOWERS, 32 LONDON BRIDGE STREET, LONDON SEI 9SY

AUDITORS' REPORT TO THE MEMBERS OF DIVERSIFIED CORPORATE SERVICES LIMITED

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In our opinion the accounts and notes set out on pages 4 to 11 give a true and fair view of the state of affairs of the company and of the group at 30 September 1975 and of the profit and the source and application of funds of the group for the year then ended and comply with the Companies Acts 1948 and 1967.

Chartered Accountants

22 December 1975

CONSOLIDATED	BALANCE	SHEET	_	30	SEPTEMBER	1975
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	NOTES		1975		1974
ASSETS EMPLOYED:					
FIXED ASSETS	2		31,619		33,088
CURRENT ASSETS					
Stocks Receivables Bank and cash		4,212 8,771 11,279 24,262		4,429 3,999 18,962 32,390	
LESS: CURRENT LIABILITIES					
Payables Receipts in advance Taxation Loan from director	4	13,407 1,188 5,050 5,023 24,668		24,584 716 3,288 <u>5,373</u> 33,961	
NET CURRENT LIABILITIES		<del></del>	(406)		(1,571)
TIM WOED DV			£31,213		£31,519
FINANCED BY:					
SHARE CAPITAL					
Authorised, issued and fully paid Shares of £1 each			5,000		5,000
RESARVES	5		9,747		7,019
•			14,747		12,019
DEFERRED TAXATION			600		1,000
BANK LOAN	6		15,866		18,500
			£31,213		£31,519

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	NOTES		1975		1974
ASSETS EMPLOYED:					
FIXED ASSETS	2		31,503		32,026
SUBSIDIARY COMPANY	3		-		
CURRENT ASSETS					
Stocks Receivables Bank and cash		2,478 7,524 8,273 18,275		3,763 8,136 18,932 30,831	
LESS: CURRENT LIABILITIES				•	
Payables Receipts in advance Taxation	4	11,523 1,188 5,050 17,761		23,788 716 3,288 27,792	
NET CUF 3			514	<del> </del>	3,039
•			£32,017		£35,965
FINANCED BY:			Program in the Control of the Contro		
SHARE CAPITAL					
Authorised, issued and fully paid Shares of £1 each			5,000		5,000
RESERVES	5	,	10,551		11,465
			15,551		16,465
DEFERRED TAXATION			600		1,000
BANK LOAN	6		15,866		18,500
DIRECTORS  AB Pemberton					
AB Pemberton R Astley Richards	hards		£32,017		£35,965
St. Wood,		~	Market de la constante de la c		Tariming the Law St.

# CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30 SEPTEMBER 1975

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TURNOVER	ES		1975 £140,875	<del></del>	1974 £144,613
PROFIT BEFORE TAXATION  After charging:			4,178		5,572
Directors' emoluments Depreciation Auditors' remuneration Bank interest payable Bank balance irrecoverable upon insolvency	7 2	7,084 2,056 700 3,347 1,508		6,927 2,489 800 4,011	
TAXATION	4		1,450		2,838
PROFIT AFTER TAXATION	5		£2,728		£2,734

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# CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS FOR THE YEAR ENDED 31 DECEMBER 1975

· SOURCES OF FUNDS		1975		1974
Profit before tax  Adjustments for items not involving the movement of funds:		4,178		5,572
Trade investment write off Depreciation	2,056	2,057 6,235	2,489	2,489 8,061
APPLICATION OF FUNDS				•
Tax paid Purchase of fixed assets (net)	(88) <u>(586</u> )	(674)  5,561	(2,25 <u>5</u> )	(2,255)  5,806
INCREASE/DECREASE IN WORKING CAPITAL		7,502		J,000
Increase (decrease) in stocks Decrease in receivables Decrease (increase) in payables Decrease in director's loan  Movement in net liquid funds Increase (decrease) in cash balances Decrease in bank loan	(217) (228) 10,705 350 10,610 (7,683) 2,634		.74 ,893) ,905)  (20,824)	
	(5 )49)	•	11,000 26,630	
	i	£5,561		£5,806

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1975

# 1 ACCOUNTING POLICIES

The accounting policies of the company and of its subsidiary which are consistent with those employed in previous years are as follows:

(a) Basis of consolidation

Goodwill arising on consolidation is written off against retained earnings.

(b) Depreciation

No provision is made for depreciation of freehold property. Other fixed assets are depreciated at rates designed to write off the cost over their estimated useful lives on the straight line method.

(c) Stocks

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Stocks are stated at the lower of cost and net realisable value.

(d) Deferred taxation

This represents tax at the current rate on the excess of capital allowances claimed for tax purposes over the corresponding depreciation provided on fixed assets and on other timing differences.

(e) Turnover

Turnover represents the total amount invoiced to customers.

•	2	FIXED ASSETS COMPANY	Freehold property	Furniture fixtures and equipment	Motor vehicles	<u>Total</u>
		t				··
		Andricons Disposals	27,965 - -	8,981 712 <u>(543</u> )	3,012	39,958 712 (543)
		36 September 1975	27,965	9,150	3,012	40,127

# NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1975 (CONTINUED)

# 2 FIXED ASSETS (CONTINUED)

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	Freehold property	Furniture fixtures and equipment	Motor vehicles	
Depreciation				
1 October 1974 Charge for the year Disposals	-	6,370 1,257 (418)	662 753	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
30 September 1975	-	7,209	1,415	8,624
Not hook	·	<del></del>	<del></del>	
Net book amount 30 September 1975	£27,965	£1,941	£1,597	£31,503
GROUP				
Cost				
1 October 1974 Additions Disposals	27,965 - -	9,213 712 (543)	3,012	40,190 712 (543)
30 September 1975	27,965	9,382	3,012	40,359
Depreciation	——————————————————————————————————————		<del></del>	
1 October 1974 Charge for year Disposals	- - -	6,440 1,303 _(418)	662 753	7,102 2,05(
30 September 1975	_	7,325	1,415	8,740
Net book amount 30 September 1975	£27,965	£2,057	£1,597 £	31,619
	-			The same in the sa

NOTES TO THE ACCOUNTS - 30 SEPTEMBER 1975 (CONTINUED)

#### 3 SUBSIDIARY COMPANY

The company owns the whole of the issued share capital of Communication Security Limited.

Cost of shares Loan of account	1975 300 5,321	<u>1974</u> 300
Less provision	5,621	<u>3,700</u> 4,000
	5,621	4,000

#### TAXATION 4

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The corporation tax liability is payable as follows:

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(b) The charge for taxation is based on the profit for the year after the benefit of losses of earlier years available in the

# Corporation tax:

Current year at 42% Previous year's adjustment Deferred tax	1,850 (400)	3,200 (62) (300)
	£1,450	£2,838

(c) At 30 September 1975 unreligied tax losses amounting to £3,146 (1974 £5,167) were available for relief against future trading

# NOTES TO THE ACCOUNTS - 30 SFT BER 1975 (CONTINUED)

#### RESERVES 5

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Share premium at 1 Cetober 1974 and 30 September 1975	Company	Group
Retained profits at 1 October 1974 Profits retained during the year Provision for additional loan to subside	1,250 10,215 707 y (1,621)	1 ?50 5,769 2,728
Profits at 30 September 1975	9,301 £10,551	_8,497 £9,747

The bank loan is secured upon the freehold property and is

# DIRECTORS' EMOLUMENTS 7

Emoluments excluding pension contributions	1975	1974
Other directors £0 - £2,500 £2,501 - £5,000	£4,012  Numbers	£4,187
-,501 4 £5,000	1	2

(For notes on this form see the "Annual Return Guide" (form 6B))

# THE COMPANIES ACTS 1948 TO 1967

# Annual return of a company having a share capital STRA TOTAL Pursuant to Sections 124, 126 and 127 of the Companies Act 1948 10.2

Annual return of Diversified Corporate Services Ltd.    31.57 December 19   19   177   (being the lineating for the year 19   (Note 1).	,	8
* Delete " Limited " if not applicable	e	
1. Address of Orchard House, registered office (See also section 5 of this return) 14 Great Smith Street, London S.	W,l	
2. Summary of share capated and debentures		
(a) Nominal Share Capital  (b) Nominal share capital £ 10,000 divided into	Class Ordinary A	Nominal value of each share £1
(b) Issued Share Capital and Debentures	Number	Class
(2) Number of shares of each class taken up to the date of this return (which number must again with the total shown in the list as held by existing members)	ree 6,500	Ordinary
(3) Number of shares of each class issued subject to payment wholly in cash	<mark>ఈ,500</mark>	
Number of shares of each class issued as fully paid up for a consideration other than cash	Loso	
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up	Nil	
(6) Number of shares (if any) of each class issued at a discount	Nil	
(7) Amount of discount on the issue of shares which has not been written off at the date of the	his return Nil	£
(8) Amount called up on number of shares of each class   Amount per share One	c Number	Class
9) Total amount of calls received (Note 2)	T3,500	5,350 ( -6,500-
(10) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	, valious	Class
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash	on {	
(12) Total amount of calls unpaid		£ Nil
(13) Total amount of sums (if any) paid by way of commission in respect of any shares or debent (14) Total amount of the sums (if any) allowed by way of discount for any debentures since the	tures	f Nil
(15) Total number of shares of each class forfeited	Number	£ Nil Class
		3.7 b m
(16) Total amount paid (if any) on shares forfeited		£ Nil
(i8) Total amount of share warrants to bearer issued and surrendered respectively since the da of the last return	nte   Issued   Surrendered	e Nil
(19) Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind	i Samenge: ed	
3. Total amount of indebtedness of the company in respect of all mortgages and charges which registered with the Registrar of Companies (Note 3)	ch are required to be	f 10,000
		And in concession, name of the local division, ivision, name of the local division, name of the local division, name of the local division, name of the local division, name of the local division, name of the local division, name of the local division, name of the local division division, name of the local division division division, name of the local division

# 4. List of past and present mem

Folio in register ledger containiny particulars	Names and addresses
	PARTICULARS OF CHANGE ONLY
8	To Alan Guy Brooke Pemberton, 202 Old Brompton Road, London S.W.5  To David Carruthers Pemberton
9	To Alan Guy Brooke Pemberton  To David Carruthers Pemberton
	To Alan Brooke Pemberton  To John Evelyn Anderson  To Peter John Goss
	From Peter John Goss (see 6.) to David Carruthers Pemberton Do. to Alan Guy Brooke Pemberton, 202 Old Brompton Road, London S.W.5.
	From John Evelyn Anderson (see 6.) to David Carruthers Pemberton  Do. to Alan Guy Brooke Pemberton

# of past and present members (Notes 4, 5 and 6)

lon S.W.5

mberton berton

			Acc	ount of shares	
		Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	· · · · · · · · · · · · · · · · · · ·	red since the date of the last return, eturn, of the incorporation of the pare still members, and (b) persons to be members (Note 9)	Remarks
		(Notes 7 and 8)	Number (Note 8)	Date of registration of transfer	•
					From:
		Nil.	100	17.3.75	Alan Brooke Pemberto
		1	99	17.3.75	Do.
-			150	18.12.75	Bonus Issue
š			150	18.12.75	Do.
		1,999	700	18.12.75	Do.
Suipt	÷ <u>c</u>	. ĖÑi	500	18.12.75	Allocation
for bir	l for bin	Nil	200	18.12.75	Do.
Mar <sub>c</sub> in reserved for binding	Margin reserved for bind?	-250. -250	1.00 1 <u>.</u> 00	1.6.76	
H <sub>a</sub>	Σ		150 150	29.10.76 29.10.76	
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5. Situation of the company's registers, etc. (a) Register of				
members (Note 10)		·····	the statement of the st	
debenture holders (Note 11)				
(c) Posicens of				
(d) Copies of directors!				
6. Particulars of directors of the company at				
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)			dress ote 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	202 Old Brompton Road London S.W.5		oton Road	Director.  Communication Security L Paraic Ltd.
John-Evelyn-Anderson	Mean No.	tage,	Woolton Hill,	Director
Roy Astley Richards		sbyter	Berks. ry, Medmanham, s.	Director.
Peter John Goss	-S-W-1	tion H	ill Iondan	Director.
Particula	rs of the secret	ary of the	e company at the date of	this return
Name (Notes 16, 20 and		<u> </u>		ddress (Notes 21 and 22)
Margaret Putricia Craig			ll Cambridg	e Place, London W.8.
CERTIFICATION		DELE	TE ANY CERTIFICA	TE WHICH DOES NOT APPLY
Delete if accounts etc. <u>not</u> anne	are ked	A. Y. Sheet is which annexes	Ve certify that there is an call before the Company this Return relates (included to the Rafanca Sheet) of	nnexed hereto a true copy of every Balance in General Meeting during the period to ding every document required by law to be nd a true copy of the report of the Auditors irectors accompanying, each such Balance
Delete if <u>not</u> a Private Compa	any 🕽	incorpo	pration of the Company	ppany has not since the date of the last the first Return made, since the date of ') issued any invitation to the public to entures of the Company.
Delete if the Number of Members the Company does not exceed Fi	of fty			of the number of members of the Company rsons who under Section 28 (1) (b) of the be included in the reckoning of fifty.
Please see note 23 regarding the obligat	ion <b>.</b>	D. Wo	e certify this Return ites which do no tapply.	and also that we have deleted those
to file certified copies of accounts of directors' reports with this return.	ind 👂	Sign	ned with the A	And Director Director
thed by The Solicitors' Law Stationery Society Ltd., House, Breams Buildings, Fetter Lane, London EC4P 4BL	1	Compar	nies 8	Secretary

(For notes on this form see the "Annual Return Guide" (form 6B))

# THE COMPANIES ACTS 1948 TO 1967.

An	nnual return of a Pursuant to Sections 1.	company	having a sha 7 of the Companies	ire capital	STRATION
Annual return of <u>Diversi</u>			i 1		
made up to the 26th Jan			i I		12010
meeting for the year 19 77	(Note I).	te " Limited " if			· · · · · · · · · · · · · · · · · · ·
Address of     registered office     (See also section 5 of this return)	Orchard House 14 Great Smi		London S.W.1		
2. Summary of share capital and deber	ntures				
(a) Nominal Share Capital  (I) Nominal share capital £		No. of shares 1	-	inary	Nominal value of each share £1
(b) Issued Share Capital and Deber	ntures	•		Number	Class
(2) Number of shares of each class to with the total shown in the lis			nber must agree	6,500	Ordinary
(3) Number of shares of each class is	sued subject to payment wi	holly in cash	1. Crasi	5,500	
(4) Number of shares of each class is	sued as fully paid up for a c	onsideration oth	er than cash	l Juo −Ni <del>l</del>	
(5) Number of shares of each class i  a consideration other than cash such share is so paid up	ssued as partly paid up for h and extent to which each	{ Amo	unt per share	Nil	
(6) Number of shares (if any) of each	1 class issued at a discount	***		Nil	
(7) Amount of discount on the issue	of shares which has not bee				£
(8) Amount called up on number of	shares of each class	1	ount per share One	Number -6 <del>-5</del> 90 5.500	Class -6:500 & 4000
(9) Total amount of calls received (N	lote 2)	•••	(, oro	 Number	Class
(10) Total amount (if any) agreed to b of each class issued as fully pai			} £ Nil- on	1,000	
(11) Total amount (if any) agreed to b of each class issued as partly pa			} £ Nil on	•	Nil
(12) Total amount of calls unpaid (13) Total amount of sums (if any) pai	id by way of commission in	 respect of any sh			£ Nil
(14) Total amount of the sums (if any	•				£ Nil
(15) Total number of shares of each c	lass forfeited	*** ***	,,,	Number Nil	Class Nil
(16) Total amount paid (if any) on sha				•••	£ Nil
(17) Total amount of shares for which (18) Total amount of share warrants		_	y since the date	Issued	E Nil E Nil
of the last return (19) Number of shares comprised in each the case of warrants of different	ach share warrant to bearer, at kinds, particulars of each	specifying in kind	(	Surrendered	£
Total amount of indebtedness of t registered with the Registrar of Co	he company in respect of a	all mortgages an	d charges which are i	required to be	e Nil
Presented by:	-		3 1 MAR 1977	COMPANI	ES DEMOTRATION
Presentor's reference:			OFFICE *	27	JAN1976 DIFFICE 8

Folio in register ledger containing particulars	Names and addresses
	PARTICULARS OF CHANGE ONLY  From Peter John Goss (see 6.) to David Carrythers Pemberton
	Do. to Alan Guy Brooke Femberton, 202 Old Brompton Road, London S.W.5.
	From John Evelyn Anderson (see 6.) to David Carruthers Pemberton  Do. to Alan Guy Brooke Pemberton

Margin reserved fo? binding

Margin reserved for binding

		ount of shares				
Number of shares or amount of stock heid by existing members at date of return (Notes 7 and 8)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (Note 9)			Remarks		
( recta 7 and b)	Number (Note 8)	Date of registration				
250 250	100 100	1.	6.76.			
	150 150		10.76. 10.76.			

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(a) Register of members (Note 10)				· · · · · · · · · · · · · · · · · · ·
(b) Register of debenture holders (Note 11)				
(-) D =				
(d) Copies of directors' service contracts (Note 13)				
6. Particulars of directors of the company a	the date of t	his return (	(Note 14)	
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)			dress te 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	202 Old Brompton Road London S.W.5		oton Road	DIRECTOR COMMUNICATION SECURITY I PARAIC LTD. ST. EDWIN PROPERTIES & INVESTMENTS LTD.
Roy Astley Richards	The Presbytery, Medmenham, Marlow, Bucks.		y, Medmenham,	DIRECTOR NIL
,				
Particul	ars of the secr	retary of the	e company at the date of	f this return
Name (Notes 16, 20 and	121)		Α	ddress (Notes 21 and 22)
Margaret Patricia Crai	-g		32 Vanbrugh ( London S.E.)	Court, Wincott Street,
CERTIFICATION	***	DELE	TE ANY CERTIFICA	TE WHICH DOES NOT APPLY
Delete if accounts etc not ann	are bexed	Sheet Which annexe	faid before the Compan this Return relates (incl ed to the Balance Sheet) d of the report of the 1	innexed hereto a true copy of every Balance y in General Meeting during the period to uding every document required by law to be and a true copy of the report of the Auditors Directors accompanying, each such Balance
Delete if not a Private Com	pany	incorp	raturn (or, it this is oration of the Compan	mpany has not since the date of the last the first Return made, since the date of by) issued any invitation to the public to bentures of the Company.
Delete if the Number of Membe the Company does not exceed	rs of Fifty	cyer ti	ity consists wholly of po	of the number of members of the Company ersons who under Section 28 (i) (b) of the o be included in the reckoning of fifty.
Please see note 23 regarding the oblig	ation	certific	e certify this Return ates which do not apply	Director  Secretary
to file certified copies of occounts directors' reports with this return.	and 🏲	Sig	aned AND	Director
lished by The Solicitors' Law Stationery Society Ltd Ez House, Breams Buildings, Fetter Lane, London EC4P 4	(81)	Compa		A Secretary

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#### REPORT OF THE DIRECTORS

#### FOR THE YEAR ENDED 30TH SEPTEMBER 1976

#### DIRECTORS

Colonel A.B. Pemberton, M.B.E.
R. Astley Richards, O.B.E.
Major General Sir John Anderson, K.B.E., C. ENG., F.I.E.E.
(Resigned 15th October 1976)
Colonel P.J. Goss
(Appointed 1st November 1975, Resigned 30th June 1976)

#### PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

#### TRADING RESULTS FOR THE YEAR

The Trading Results for the year are shown on Page 4 of the attached Accounts.

#### DIVIDEND

The Directors do not recommend the payment of a dividend.

#### ISSUE OF SHARES

1,500 Ordinary Shares of £l each were issued during the year.

1,000 Shares were issued to the existing shareholders of the Company in proportion to their holdings in accordance with the resolutions passed at an Extraordinary General Meeting held on 3rd December 1975. El,000 of the sum standing to the Company's Share Premium Account, was capitalised and applied by the Directors in paying up in full the 1,000 Shares issued.

A further 500 Ordinary Shares of £1 each were subsequently issued at a premium of £1.50 per share.

### DIRECTORS INTERESTS IN SHARES

Colonel A.B. Pemberton 5,500 4,800
Major General Sir John Anderson 300 -







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# REPORT OF THE DIRECTORS

# FOR THE YEAR ENDED 30TH SEPTEMBER 1976 (continued)

# COMPANY STATUS

The Company is a 'close' Company as defined by Section 282 of the Income and Corporation Taxes Act 1970.

### AUDITORS

The Auditors, John M. Winter & Sons continue in office in accordance with Section 159(2) of the Companies Act 1948.

BY ORDER OF THE BOARD

M.P. CRAIG

SECRETARY

20th December, 1976

Certified a true copy of the Accounts of the Company for the year ended 30th September 1976.

All Carry Secretary

CATTO TAXO CANONICO PRO PERSONAL AND ANALYSIS OF A SECURITION Carperty of the property.

#### REPORT OF THE AUDITORS TO THE MEMBERS OF:

#### DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion, the Accounts and Notes set out on Pages 4 to 10 together give, so far as concerns members of the Holding Company, a true and fair view of the state of affairs of the Group on 30th September 1976 and of the Profit for the year ended on that date, and comply with the Companies Acts 1948 and 1967.

Buchanan House, 24-30, Holborn, London, E.C.1.

JOHN M. WINTER & SONS

CHARTERED ACCOUNTANTS

20t'ı December, 1976

# CONSOLIDATED PROFIT AND LOSS ACCOUNT

# FOR THE YEAR ENDED 30TH SEPTEMBER 1976

	Notes		<u>1976</u> E		<u>1975</u>
TURNOVER	1		£238,437		£ £ <u>140,875</u>
NET PROFIT FOR THE YEAR			30,325		4,178
before Taxation, after charging the following:					
Directors Emoluments Depreciation Audit Fee Bank Interest	2 1	12,090 4,256 750 1,075		7,084 2,056 700 3,347	
TAXATION	3		14,270		1,450
NET PROFIT AFTER TAXATION			£16,055		£2,728

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# CONSOLIDATED BALANCE SHEET

# AS AT 30TH SEPTEMBER 1976

	Notes		1976		1977
SHARE CAPITAL			£		£
Authorised: Ordinary Shares of Eleach			£10,000		£ <u>5,000</u>
Issued and fully paid: Ordinary Shares of £1 each			6,500		5,000
RESERVES	4		25,552 32,052		9,747 14,747
DEFERRED TAXATION	5		2,150 £34,202		600 £15,347
Represented by:					To recommend the second
FIXED ASSETS	7		36,604		31,619
CURRENT ASSETS					
Stocks Debtors and Prepayments Bank Balances and Cash	1	2,829 27,750 25,062 55,641		4,212 8,771 11,279 24,262	
CURRENT LIABILITIES					
Creditors and Accruals Receipts in Advance Taxation Directors Current and	3	20,193 14,132 16,070		13,407 1,188 5,050	•
Loan Accounts Bank Loan		7,648 - 58,043		5,023 15,866 40,534	
NET CURRENT LIABILITIES			(2,402) £34,202		( <u>16,272</u> ) £15,347
A.B. Pemberton R. Astley Richard	) ) ds )	Directors	allem	lulm.	
- -			Lister	strehard	3

20th December, 1976

COMPANY OF A CONSUMER.

# BALANCE SHEET

# AS AT 30TH SEPTEMBER 1976

	Notes		<u>1976</u>		1975
			£		£
SHARE CAPITAL					•,
Authorised: Ordinary Shares of El each			£10,000		£ <u>5,000</u>
Issued and fully paid: Ordinary Shares of El each					and the contract of the contra
			6,500		5,000
RESERVES	4		26,371		10,551
			32,871		15,551
DEFERRED TAXATION	5		2,150		600
			£35,021		£16,151
Represented by:					
No presented by .					
FIXED ASSETS	7		36,534		31,503
INTEREST IN SUBSIDIARY					
COMPANY	6		(3,354)		· —
CURRENT ASSETS					
Stocks Debtors and Prepayments Bank Balances and Cash	1	1,883 26,437 24,542 52,862		2,478 7,524 8,273 18,275	
CURRENT LIABILITIES					
Creditors and Accruals Receipts in Advance Taxation Directors Current Account Bank Loan		18 660 14,1 2 14,220 4,000 - 51,021		11,523 1,188 5,050 - 15,866 33,627	
NET CURRENT ASSETS/(LIABILIT	IES)	<del></del>	1,841		(15,352)
			£35,021	^	£16,151
A.B. Pemberton	)		adk	landu	de.
R. Astley Richards	)	Directors	#####	nder die der Spelter der Spelter der Spelter der Spelter der Spelter der Spelter der Spelter der Spelter der S	i) encorrelation de atorio del del simple del del acción

THE STATE OF THE PROPERTY OF THE STATE OF TH

20th December, 1976

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER 1976

# 1. ACCOUNTING POLICIES

#### Turnover

Turnover represents the sale of equipment and services and excludes value added tax.

# Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:-

Freehold Property	
Furniture Fixtures and Davison	None 20% - 25%
Plocor Venicles	25%

#### Deferred Taxation

The deferred taxation account represents corporation tax at current rates:-

- (a) On the excess of the balance sheet value of fixed assets eligible for capital allowances over the corresponding written down value for taxation purposes.
- (b) On other timing differences.

### Stocks

Stocks have been valued at the lower of cost and net realisable value.

# 2. DIRECTORS EMOLUMENTS

	1976	1975
Emoluments of the Chairman	£ <u>8,204</u>	£4,012
The number of Directors whose emoluments fell within the following scales:-		
£ 0 - £2,500	3	1
£ 2,501 - £5,000	_	1
£ 7,501 - £10,000	1,	_

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# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER 1976

(continued)

#### 3. TAXATION

	<u>1976</u> £	<u>1975</u>
Based on the Profit for the year:	-	£
Corporation Tax at 42% and 52% Transfer to Deferred Taxation Account	12,300	1,850 (400)
	£14,270	£1,450

The charge for Corporation Tax on the profits for the year has been reduced by relief for trading losses incurred in earlier years by the subsidiary company.

The liability for taxation in the balance sheet includes £12,300 (1975 £1,850) payable 1st July 1977.

# 4. RESERVES

	The Company	The Group
	ε	£
Share Premium at 1st October 1975 Premium on Shares Issued during year	1,250 	1,250 
	2,000	2,000
Less: Transfer to Share Capital	1,000	1,000
Share Premium at 30th September 1976	E1,000	£1,000
Retained Profits at 1st October 1975 Profits retained during the year Provision for additional loan to Subsidiary no longer required Retained Profits at 30th September 19	9,301 10,440 <u>5,621</u>	8,497 16,055
19	76 £25,37].	£24,552
	£26,371	£25,552

181 M 2001 (131 ) - Constant of the Constant o

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER 1976

#### (continued)

5.	DEFERRED	TAXATION
J •	לורוויו זרונו	エいいいすずかは

	1976	1.975
	£	£
Fixed Assets	2,670	600
Other Timing Differences	(520)	**************************************
	£2,150	£600
	***************************************	

# 6. INTEREST IN SUBSIDIARY COMPANY

The Company owns the whole of the issued share capial of Communication Security Limited.

	<u>1976</u> £	<u>1975</u> £
Shares at Cost Loan Account	300 (3,654)	300 5,321
	(3,354)	5,621
Less: Provision		5,621
	£(3,354)	£ -

The Market of the Control of the Con

# LIMINSIFIED CORPORATE SERVICES LIMITED

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER 1976

		SEPTEMBER 19	770		
	(cont	inued)	Furniture,		
7.	FIXED ASSETS	Freehold Property E	Fixtures and Equipment E	Motor Vehicles E	. TOTAL E
		E	E.	L	_
	The Company				
	Cost lst October 1975 Additions	27,965	9,150 6,946	3,012 2,295	40,127 9,241
	30th September 1976	27,965	16,096	5,307	49,368
	Depreciation				
	1st October 1975 Charge for year		7,209 2,884	1,415 1,326	8,624 4,210
	30th September 1976		10,093	2,741	12,834
	Net Book Values 30th September 1976	£27,965	£6,003	£2,566	£36,534
	30th September 1975	£27,965	£1,941	£1,597	£31,503
	The Group	·			
	Cost 1st October 1975 Additions	27,965	9,382 6,946	3,012 2,295	40,359 9,241
	30th September 1976	27,965	16,328	5,307	49,600
	Depreciation  1st October 1975  Charge for year  30th September 1976	<u>-</u> 	7,325 2,930 10,255	1,415 1,326 2,741	8,740 4,256 12,996
	Net Book Values 30th September 1976	7,965	E6,073 ·	£2,566	E36,604
	30th September 1975	£27,965	£2,057	El,597	£31,619

No. of Company 990443 (For notes on this form see the "Annual Return Guide" (form 6B))

# THE COMPANIES ACTS 1948 TO 1967

Annual return of a company having a share capital

Pursuant to Sections 124, 126 and 127 of the	ving a snare cap he Companies Act 1948	Pital
Annual return of Diversified Corporate Services made up to the 13th February 19 78 (being meeting for the year 19 78 ) (Note 1).	td.	
made up to the 13th February 19 78	31.10.79	Limited
meeting for the year 1978 (Note 1).	the fourteenth day aft	er the date of the annual gene
* Delete " Limited " if not appl	licable	
1. Address of Buchanan House, 24-30 Holborn, Lor (See also section 5 of this return)	ndon EC1.	
2. Summary of share capital and debentures		
(a) Nominal Share Capital		
(1) Nominal share capital £ 10,000 divided into 10,000	Class Ordinary	flominal value of each sha
(b) Issued Share Capital and Debentures		
(2) Number of shares of each class taken up to the date of this return (which number must with the total shown in the list as held by existing members)	Number (	Class
, 5000000000000000000000000000000000000	} 0,500	Ordinary
(3) Number of shares of each class issued subject to payment wholly in cath	{ 5,500	
(4) Number of shares of each class issued as fully paid up for a consideration other than ca	sh { 1,000	
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up	(	
(6) Number of shares (if any) of each class issued at a discount	1	
	\ Nil	
(7) Amount of discount on the issue of shares which has not been written off at the date of		£
(8) Amount called up on number of shares of each class Amount per sh	nare Number 5,500	Class
(9) Total amount of calls received (Note 2)	3,300	F 500
O) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash  1) Total amount (if any)	Number 00 on { 1,000	£ 5,500 Class
of each class issued as partly paid up for a consideration other than and	]on {	
-y total altoure of cars uppaid	***	Nil
Total amount of sums (if any) paid by way of commission in respect of any shares or debe  Total amount of the sums (if any) allowed by way of discount for any debentures since the	entures	£ Ni!
5) Total number of shares of each class forfeited	he date of the last return ( Number	z Nil
*** ***	··· Nil	Class
Total amount paid (if any) on shares forfeited	***	£ Nil
3) Total amount of share warrants to bearer issued and surrendered respectively since the of the last return		e Nii
Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind.	Surrendered	£ Njj
Total amount of indebtedness of the company in respect of all mortgages and charges where the registered with the Registrar of Companies (Note 3)	ich are required to be	
esented by:	SYAPITES IL	E Nil
	3 1 0	Hill Samuel
	OCT!	270 1 200
esentor's reference:	,	TO DELL'AND TO THE PARTY OF THE

P/4592-10

# 4. List of Past and Present

Folio in register ledger containing particulars	Names and addresses
	PARTICULARS OF CHANGES ONLY
	NIL.

# Present

# Members (Notes 4, 5 and 6)

Number of shares or mount of stock held by sisting members at date of return (Notes 7 and 8)	Particulars of shares transferre or, in the case of the first re company, by (a) persons who who have ceased to Number (Note 8)	Date of registration (a)	1	Remarks
(Notes 7 and 8)		Date of registration	n of transfer	<u>, , , , , , , , , , , , , , , , , , , </u>
		(a)	(b)	
			•	
		i		
		1		
į				
			ļ	
			İ	
			į	

rein reserved for bind

Register of members (Note 10)	Registers	***********************			
Register of debenture holders (Note 11)					
Register of directors' interests (Note 12)	at Diversified	dCorp	orate Services	Ltd.	
Copies of directors' service contracts (Note 13)	117 Hampste London NWI	ead Roa	ad		
Particulars of directors of the compa	any at the date of this r	return (No	ote 14)		
Name, nationality (if other than Bri and date of birth (where applicab (Notes 15, 16 and 17)	tish) le)	Addro (Note		Business occupation and particulars of other directorships (Note 19)	
Alan Brooke Pemberton	Witherma Nr. Stok	Eastfields Farm Withermarsh Green Nr. Stoke by Nayland Colchester Essex.		Director Communication Security St Edwin Properties & Investments Ltd. Proudhurst Ltd.	
	Particulars of the secre	rany of the	company at the date	of this return	
Name (Notes 16			1	Address (Notes 21 and 22)	
Margaret Patricia Cr			32 Vanbrugh London	Court, Wincott Street, SE 11.	
		DELI	ļ	CATE WHICH DOES NOT APPLY	
Delete if accounts etc. are not annexed		Sheet which annex on, a	A. We certify that there is annexed hereto a true copy of every Balanc Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the eport of the Auditor on, and of the report of the Directors across panying, each such Balance Sheet.		
Datas if not a Private Company A		Annu	ial Return (or, if this	Company has not since the date of the last is the first Return made, since the date of pany) issued any invitation to the public to debentures of the Company.	
Delete if the Number of Members of the Company does not exceed Fifty		C. 9495 Com	C. WXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX		
		<b>D.</b> certi	We certify this Reficates which do not ap	turn and also that we have deleted tho oply.	
Please see note 23 regardin to file certified copies of directors' reports with this	g the obligation f accounts and return.		Signed USU	minulin Director  Leading Secretary	
Oyez Publishing Limited 227 Long Lane, London SE1 4 The Solicitors' Law Stationer	, Oyez House, PU, a subsidiary of	Con	panies 8	Secretary Secretary	

May, 1975

No. of Company 990443 /39

(For notes on this form see the "Annual Return Guide" (form 6B))

nnual Return Guide" (form 6B))  THE COMPANIES ACTS 1948 TO 1967		
s a spany baying a share	e capital	ATION
Pursuant to Sections 124, 126 and 127 of the Companies Act	SF,	
Pinancified Corporate Services Ltd. 10 70	)	**77 Umited *.
ade up to the 30th March 19 (being the fourteenth	day after the d	ate of the annual general
	* ********	Section (1) Control of the section (1)
eeting for the year 19		
Buchanan House, 24-30 Holborn, London	EC1.	
Address of registered office (See also section 5 of this return)		
Summary of share capital and debentures  Class		Nominal value of each share
(I) Nominal Share Capital 10,000 No. of shares Class Ordina 10,000 Fi Ordina	ry	£1
(2) Number of shares of each class taken up to the date of this return (which number must agree	Number 6,500	Class Ordinary
with the total snown in the list as hold by the list is held by th	5 500	
(3) Number of shares of each class issued subject to payment wholly in cash	5,500	
(4) Number of shares of each class issued as fully paid up for a consideration other than cash	1,000	
(5) Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up	Nil	
(6) Number of shares (if any) of each class issued at a discount	Nil Nil	
(7) Amount of discount on the issue of shares which has not been written off at the date of this return	n Number	Class
(8) Amount called up on number of shares of each class £ One	5,500	5,500
(9) Total amount of calls received (Note 2)	 Number { 1,000	Class
of each class issued as fully paid up for a consideration other than cash  Nil on	1	<b>-</b>
(11) Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash of each class issued as partly paid up for a consideration other than cash		E Nil
(12) Total amount of calls unpaid	f the last return Number Nil	£ Class
(15) Total number of shares of each class forfeited	J 34 1 1	£ Nil
(16) Total amount paid (if any) on shares forfeited	 ( Issued { Surrendered	Nil Nil Nil Nil
(19) Number of shares comprised in each share warrant to bearer, specifying in NTT		
3. Total amount of indebtedness of the company in respect of all mortgages and charges which are registered with the Registrar of Companies (Note 3)	e required to be	Nil
Presented by:	3 100	Alile Samue

Presentor's reference:

# second for binding

# 4. List of Past and Present

Names and addresses	
PARTICULARS OF CHANGE ONLY	
NIL	,
	PARTICULARS OF CHANGE ONLY  NIL

# Members (Notes 4, 5 and 6)

		unt of shares		
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (Note 9)			Remarks
of return (Notes 7 and 8)	Number (Note 8)	Date of registration of transfer		
		(a)	(b)	
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7	

Situation of the company's registers, etc., if	kept at an address other	r than the registered	office.
Register of members (Note 10)	1 Registers he	d	
Register of debenture holders (Note 11)			
ni	versified Corp	orate Services	Ltd.
11	7 Hampstead Ro	ad	
) Copies of directors' Lo service contracts (Note 13)	ndon NW1		
Particulars of directors of the company at t	he date of this return (N	lote (4)	
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)		ress e 18)	Business occupation and particulars of other directorships (Note 19)
Alan Brooke Pemberton	Eastfields F Withermarsh Nr. Stoke by Colchester Essex.	Green	Director Communication Security St Edwin Properties & Investments Ltd. Proudhurst Ltd.
Particul	ars of the secretary of th	e company at the date	of this return
Name (Notes 16, 20 and	1 21)		Address (Notes 21 and 22)
Margaret Patricia Craig		32 Vanbru Wincott	ugh Court Street, London SEll.
CERTIFICATION	DEL	ETE ANY CERTIFIC	CATE WHICH DOES NOT APPLY
Delete if accounts et not and	c. are which	t laid before the Comp h this Return relates (i xed to the Balance She and of the report of th	is annexed hereto a true copy of every Balance bany in General Meeting during the period to ncluding every document required by law to be et) and a true copy of the report of the Auditors e Directors accompanying, each such Balance
Delete if <u>not</u> a Private Con	A	and Danuar (on if this	Company has not since the date of the last is the first Return made, since the date of pany) issued any invitation to the public to debentures of the Company.
Delete if the Number of Memb the Company does not exceed			፟ጜጜጜኇጜ፟ጜ፠ጜኇኇጜጜዀጜጜጜኇኇጜጜ ፞ጜጜጜፙፚዀጞፙዀጞጜቚጜቚቔቔጜፙጜፙጜፙቜቜጜ ፞ጜጜጜፙፚዀጚፙዀቔፙጜፙጜቚዄቜቜጜፙፚፙቜቜፚ
	<b>D.</b> cert	ficates which do not ap	10
Please see note 23 regarding the obl to file certified copies of accoun directors' reports with this return.	igation ts and	Signed	Klewbirthin Director  Secretory
Oyez Publishing Limited, Oyez Ho 237 Long Lane, London SE1 4PU, a subs The Solicitors' Law Stationery Society,	idiaty of Coll	spanies 8	Many 1

May, 1975

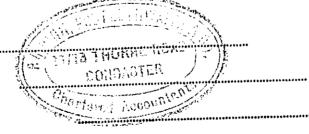
No. of Company 908443 For notes, please see over.

# THE COMPANIES ACTISM1948 to 1967

Annual Return of a Company not havingga Share Capital Pursuant to sections 125 to 127 of the Companies Act 1948

ANNUAL RETURN of Hill House School made up to the 17th day of October, 19.79 (being the fourteenth day after the date of the Annual General Meeting for the year 19....79...). \*Delete " Limited " if not applicable (See Note 1) 1. Address of registered office 11/13, Thorne Road, Doncaster. 2. Situation of company's registers, etc., if kept at an address other than the registered office (a) Register of members (Note 10)..... (b) Register of debenture holders (Note 11)..... (c) Register of directors' interests (Note 12)..... (d) Copies of directors' service contracts (Note 13)..... Total amount of the indebtedness of the Company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 3)

Presented by



Presentor's Reference JC A

Oyez Publishing Limited, Oyez House, 237 Long Lane, London SE1 4PU, a substituting The milicitors' Law Stationery Society, Limited.

Companies 8C

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[P.T.O.

F23104.10-2-76

# 4. Particulars of directors of the Company at the date of this return (Note 14)

Particulars of directors of	the Company at the date of the	Al
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)	Business occupation and particulars of other directorships (Note 19)
Theodore Austin Darley Farran	28, Avenue Road, Doncaster	Consulting Engineer
John Stanley Marshall	151, Thorne Road, Doncaster	Solicitor
John Gordon Staniland	37, St. Wilfrid's Road, Doncaster	Chartered Surveyor
Shirley Gabrielle Clarkson	Home Farm, Burghwallis Near Doncaster	Company Director Director of:- Gabrielle Designs
Robert James Platts	11, Warning Tongue Lane, Bessacarr, Doncaster	Company Director Director of:- P. Platts and Sons Limited
Peter John Carr	22, Warnington Drive, Bessacarr, Doncaster	Company Director Director of:  John Carr (Doncaster) Limited
Olgar Lodge	Toecroft Farm, Sprotborough, Doncaster	Married Woman
Peter Derek Wild	2, Ellers Road, Bessacarr, Doncaster	Company Director Director of:- Wild and Sykes Limits
		•

# 5. Particulars of the secretary of the Company at the date of this return

Name (Notes 18, 20 and 21)	Address (Notes 21 and 22)			
John Close	193, Bawtry Road, Doncaster.			
	And And			

Notes

Please see Note 23 regarding the obligation to file certified copy s of accounts and directors' reports with this re urn.

All references to notes in this form are to the notes found in the Annual Return Guide (Form 6B). Signed.....

, Director.

Signed.....

Secretary.

### REPORT OF THE DIRECTORS

### FOR THE YEAR ENDED 30TH SEPTEMBER 1977

### DIRECTORS

Colonel A. B. Pemberton, M. B. E.
R. Astley Richards, O. B. E.
Major General Sir John Anderson,
K.B.E., C.ENG., F.I.E.E.

(Resigned 30th June 1977)

(Resigned 15th October 1976)

### PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

### TRADING RESULTS FOR THE YEAR

The trading results for the year are shown on page 4 of the attached Accounts.

### DIVIDEND

The Directors do not recommend the payment of a dividend.

### DIRECTORS INTERESTS IN SHARES

	1977	<u>1976</u>
Colonel A.B. Pemberton Major General Sir John	5,500	5,500
Anderson	· . <del>-</del>	300

### EXPORTS

Exports of goods and services for the year amounted to £66,562. (1976 £73,985)



a Maria da Gregoria de Carles de La Carles de

### DIVERSIFIED CORPORATE SERVICES LIMITED

### REPORT OF THE DIRECTORS

### FOR THE YEAR ENDED 30TH SEPTEMBER 1977

(Continued)

### COMPANY STATUS

The Company is a 'close' Company as defined by Section 282 of the Income and Corporation Taxes Act 1970.

### AUDITORS

willingness to be nominated for re-appointment as Auditors, in accordance with Section 14(1) of the Companies Act 1976.

BY ORDER OF THE BOARD

M. P. Craig

SECRETARY

takak menalih dan dengan di Pelabuah Masala di Aldang Sebegah pengandan kebanyan kebanyan di Aldang Sebegah A Pengangan

10th November, 1977.

### REPORT OF THE AUDITORS TO THE MEMBERS OF:

### DIVERSIFIED CORPORATE SERVICES LIMITED

In our opinion, the Accounts and Notes set out on Pages 4 to 11 together give, so far as concerns the members of the Holding Company, a true and fair view of the state of affairs of the Group on 30th September, 1977, and of the Loss and the Source and Application of Funds for the year ended on that date, and comply with the Companies Acts 1948 and 1967.

Buchanan House, 24-30, Holborn, London, ECIN 2JB.

JOHN M. WINTER & SONS

10th November, 1977.

CHARTERED ACCOUNTANTS

# DIVERSIFIED CORPORATE SERVICES LIMITED CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 30TH SEPTEMBER 1977

	Notes		1977		1976
			£		£
TURNOVER	1.		£109,516		£238,437
NET (LOSS)/PROFIT FOR THE YEAR			(16,219)		30,325
before taxation, after charging the following:					
Directors emoluments	2	7,310		12,090	
Depreciation	1	284		4,256	
Audit fee		750		750	
Bank interest		96 =====		1,075	
'L'AXATION	3		(8,485)		14,270
NET (LOSS) / PROFIT AFTER TAXATION			£(7,734)		£16,055

### CONSOLIDATED BALANCE SHEET

### AS AT 30TH SEPTEMBER, 1977

	Not	es	1977		1976
SHARE CAPITAL			£		£
Authorised: Ordinary Shares of El each			£10,000		£10,000
Issued and fully paid: Ordinary Shares of £1 each			6,500		6,500
RESERVE	4		17,818		25,552
			24,318		32,052
DEFERRED TAXATION	5		4,54C		2,150
Donnaganta d. hay	•		£28,858		£34,202
Represented by: FIXED ASSETS	7				
CURRENT ASSETS Stocks	1	4,278	35,651	9.000	36,604
Debtors and prepayments Bank balances and cash	1	27,400 56,958		2,829 27,750 25,062	
		88,636		55,641	
CURRENT LIABILITIES		· · · · · · · · · · · · · · · · · · ·			
Creditors and accruals Receipts in advance Taxation Directors Current and loan	3	69,561 21,000 (3,130)		20,193 14,132 16,070	
accounts		7,998		7,648	
•		95,429		58,043	•
NET CURRENT LIABILITIES			(6,793)		(2,402)
			£28,858 ======		£34,202

10th November, 1977.

### EALANCE SHEET

### AS AT 30TH SEPTEMBER 1977

Oldingly phales of the carri	1976 £ 10,000 6,500
Authorised: Ordinary Shares of £1 each  E10,000 E Issued and fully paid: Ordinary Shares of £1 each  6,500	10,000
Ordinary Shares of El each El0,000 E ================================	:::===================================
Ordinary Shares of £1 each 6,500	6,500
<u>RESERVES</u> 4 18,375	
	26,371
24,875	32,871
DEFERRED TAXATION 5 4,540	2,150
·	235,021
Represented by:	
FIXED ASSETS 7 34,933	36,534
INTEREST IN SUBSIDIARY COMPANY 6 (858)	(3,354)
CURRENT ASSETS	
Stock 1 3,650 1,883	
Debtors and prepayments 26,506 26,437 Bank balances and cash 52,115 24,542	
82,271 52,862	·
CURRENT LIABILITIES	
Creditors and accruals 62,761 18,669	
Receipts in advance 21,000 14,132 (2,830) 14,220 .	
Taxation (2,830) 14,220 .  Directors Current account 6,000 4,000	
86,931 51,021	
NET CURRENT (LIABILITIES)/ASSETS (4,650)	1,841
£29,415	£35,021
a Henri	-22555

10th November, 1977.

Director

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER 1977

# 1. ACCOUNTING POLICIES

### Turnover

Turnover represents the sale of equipment and services and excludes value added tax.

### Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the

Freehold Property Furniture, Fixtures and Equipment None Motor Vehicles 20% - 25% ે5ક

# Deferred Taxation

The deferred taxation account represents corporation tax at current rates:-

- (a) On the excess of the balance sheet value of fixed assets eligible for capital allowances over the corresponding written down value for taxation purposes.
- (b) Deferred by reason of the relief for appreciation in value of stock during the year ended 30th September 1977.

### Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis.

# 2. DIRECTORS EMOLUMENTS

Emoluments of The number of emoluments fo	Directors whose	1977 £6,940	1976 £8,204
£0	- £ 2,500	2	3
£5,001	- £ 7,500	1	-
£7,501	- £10,000	-	1

### NOTES TO THE ACCOUNTS

### AS AT 30TH SEPTEMBER 1977

### (Continued)

3		TAXA	TION	J
---	--	------	------	---

	1977	1976
Based on the Profit for the year:	£	£
Corporation Tax at 42% and 52% Transfer to Deferred Taxation Account	(10,875) 2,390	12,300 1,970
	£ (8 , 485)	£14,270

Losses for the year have been carried back for relief against profits of the preceding year.

### 4. RESERVES

	The Company	The Group
	£	£
Share Premium at 30th September, 1977	£1,000	£1,000
Retained Profits at 1st October, 1976 Losses for the year	25,371 (7,996)	24,552 (7,734)
		<del></del>
	£17,375	£16,818
Retained Profits at 30th September 1977	£18,375	£17,818

### 5. DEFERRED TAXATION

	<u>1977</u> £	<u>1976</u> £
Fixed Assets Stock Relief Other Timing Differences	3,620 920 -	. 2,670 - (520)
	£4,540	£2,150

### 6. INTEREST IN SUBSIDIARY COMPANY

The Company owns the whole of the issued share capital of Communication Security Limited.

•		)=====================================
	£(858;	£(3,354)
Shares at Cost Loan Account	300 ( <u>1,158</u> )	300 (3,654)
	1977 £	<u>1976</u> £

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER 1977

(Continued)

# 7. FIXED ASSETS

1st October, 1976       27,965       16,096       5,307       49,36         additions       27,965       19,273       5,307       52,54         Disposals       27,965       19,273       5,307       52,54         30th September, 1977       £27,965       £16,873       £1,750       £46,58         Accumulate Depreciation       £-       £10,332       £1.323       £11,655         Net Bank       £       £27,965       £6,541       £427       £34,933         30th September, 1976       £27,965       £6,003       £2,566       £36,534         THE GROUP       Cost       16,328       5,307       49,600         Additions       4,079       -       4,079         Disposals       27,965       £0,407       5,307       53,679         John September, 1977       £27,965       £18,007       £1,50       £47,722         Accumulated Depreciation       £-       £10,748       £1,323       £12,071         Net Book Values       30th September, 1977       £27,965       £7,259       £427       £35,651	THE COMPANY Cost	Freehold Property £	Furniture Fixtures Equipment £	& Moto	
30th September, 1977 £27,965 £16,873 £1,750 £46,58  Accumulate Depreciation £- £10,332 £1.323 £11,655  Net Book	1st October, 1976	27,965		5,307	49,368 3,177
Accumulate Depreciation E- £10,332 £1.323 £11,655  Net Book		27 <b>,</b> 965			52,545 5,957
Accumulated Depreciation E- E10,332 E1.323 E11,655  Net Block  Soth Regy Liber, 1977 E27,965 E6,541 E427 E34,933  30th September, 1976 E27,965 E6,003 E2,566 E36,534  TRIE GROUP  Cost  1st October, 1976 27,965 16,328 5,307 49,600  Additions 27,965 20,407 5,307 53,679  27,965 20,407 5,307 53,679  30th September, 1977 E27,965 E18,007 £1,50 £47,722  Accumulated Depreciation E- £10,748 £1,323 £12,071  Net Book Values  30th September, 1977 £27,965 £7,259 £427 £35,651	30th September, 1977				£46,588
30th Regressber, 1977 £27,965 £6,541 £427 £34,933 30th September, 1976 £27,965 £6,003 £2,566 £36,534  THE GROUP  Cost  1st October, 1976 27,965 16,328 5,307 49,600 Additions - 4,079 - 4,079  Disposals 27,965 20,407 5,307 53,679 30th September, 1977 £27,965 £18,007 £1,50 £47,722  Accumulated Depreciation £- £10,748 £1,323 £12,071  Net Book Values  30th September, 1977 £27,965 £7,259 £427 £35,651				£1.323	£11,655
THE GROUP  Cost  1st October, 1976 Additions  27,965 27,965 20,407 5,307 53,679 2,400 3,55/ 30th September, 1977  £27,965 £18,007 £1,50 £47,722  Accumulated Depreciation £- £10,748 £1,323 £12,071  Net Book Values  30th September, 1977 £27,965 £7,259 £427 £35,651	30th Regy Laber, 1977	£27,965	£6,003	£427 ==== £2,566	£34,933 ====== £36,534
Additions				######################################	3000au
30th September, 1977 £27,965 £18,007 £1,50 £47,722  Accumulated Depreciation £- £10,748 £1,323 £12,071  Net Book Values  30th September, 1977 £27,965 £7,259 £427 £35,651	1st October, 1976 Additions		4,079	5,307	
Accumulated Depreciation E- £10,748 £1,323 £12,071  Net Book Values  30th September, 1977 £27,965 £7,259 £427 £35,651	30th September, 1977	£27,965	2,400 £18,007	3,55/ £1, 50	5,957
£7,259 £427 £35,651	·		£10,748	£1,323	£12,071
30th September, 1976 £27,965 £6,073 £2,566 £36,604	30th September, 1977  30th September, 1976	£27,965	£6,073	£2,566	E36,604

# DIVERSIFIED CORPORATE SERVICES LIMITED CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS

# FOR THE YEAR ENDED 30TH SEPTEMBER 1977

SOURCE OF FUNDS  (Loss)/Profit before tax  Adjustment for item not involving the movement of fund;:		<u>1977</u> £ (16,219)		1976 £ 30,325
Depreciation  TOTAL GENERATED FTOM OPERATIONS  FUNDS FTOM OTHER SOURCES		284 (15,935)		4,256 34,581
Disposal of assets Issue of Shares for cash	4,746	4,746 (11,189)	1,250	1,250
Tax paid Purchase of fixed assets  INCREASE (DECREASE) IN WORKING CAPITAL	8,325 4,079	12,404 (23,593)	1,700 9,241	35,831 10,941 24,890
Increase (dec. ease) in Stocks Increase (decrease) in Debtors Increase in Creditors Movement in net liquid funds:	1,449 (350) (56,588)		(896) 18,492 (22,355)	
Increase in cash	31,896	£ (23,593)		24,890 =====

# PROFIT AND LOSS ACCOUNT

# FOR THE YEAR ENDED 30TH SEPTEMBER 1977

INCOME  Consultancy Training School Sales of Equipment Less: Cost of sales	26,396	1977 £ 45,592 26,869	1976 £ 33,738 49,220
DEDUCT: EXPENDITURE	21,619	121,904 4,777 <u>86,859</u> 77,238	35,045
<del></del>			, ,
Establishment Expenses			
Rent and Rates Office expenses and cleaning House running expenses Training area expenses Light, heat, telephone and telex	12,663 2,350 403 3,977	8,659 1,853 4,893 4,601	
Office equipment rental	998	2,099	
Depreciation of furniture, fixtures and equipment Dilapidations on leasehold	245	114 2,884	
property	1,450		•
	22,086		
Staff Expenses		25,103	
Consultants Salaries Consultants fees and expenses Executive and clerical salaries Directors fees Pension scheme contributions	15,809 16,825 20,963 369 1,318	21,732 6,307 22,368 510 1,626	
Administration	55,284	52,543	
Administration and General Training School expenses Travel and entertaining Advertising Printing and stationery Insurance Provision for bad debts Sundry expenses Depreciation of Motor Vehicle	685 6,671 1,115 607 1,261 5,120 253 (214)	8,596 4,148 274 1,124 951 112 1,326 16,531	
Carried Forward	92,868	77 220	,003

hees

# PROFIT AND LOSS ACCOUNT

# FOR THE YEAR ENDED 30TH SEPTEMBER 1977

### (Continued)

Brought forward  Legal and Financial Expenses	92,868	1977 £ 77,238	94,177	1976 £ 118,003
Audit and accountancy  Bank interest and charges  Legal fees  Overprovision in respect of  Swiss Bank balance recovered	1,400 96 436 (625) 1,307		2,125 1,075 483 - 3,683 97,860	
Less: Interest received  NET PROFIT/(LOSS) FOR THE YEAR  TAXATION - based on the Profit for the year:	773	93,402	2,726	95,134 22,869
Corporation Tax at 52% Transfer to Deferred Taxation  BALANCE CARRIED FORWARD	(10,558) 2,390	(8,168) £(7,996)	10,450	12,420 £10,449

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# DIVERSIFIED CORPORATE SERVICES LIMITED

### ACCOUNTS

30TH SEPTEMBER 1979

JOHN M. WINTER & SONS, Chartered Accountants, Buchanan House, 24-30 Holborn, Lcidon, ECIN 2JB



### REPORT OF THE DIRECTORS

### FOR THE YEAR ENDED 30TH SEPTEMBER 1979

### DIRECTORS

Colonel A.B. Pemberton, M.B.E.

### PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

### TRADING RESULTS FOR THE YEAR

The trading results for the year are shown on page 3 of the attached Accounts.

### DIVIDEND

The Directors do not recommend the payment of a dividend.

### DIRECTORS INTERESTS IN SHARES

<u>1979</u> <u>1978</u>

Colonel A.B. Pemberton

5,500

5,500

### EXPORTS

Exports of goods and services for the year amounted to E6,454 (1978 E115,127).

### CO. PANY STATUS

In the opinion of the Directors the Compan, is a 'close' Company as defined by Section 282 of the Incc. and Corporation Taxes Act 1970.

### AUDITORS

John M. Winter & Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

SECRETARY

28th February, 1980

### REPORT OF THE AUDITORS TO THE MEMBERS OF:

### DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial Statements set out on pages 3 to 11 which have been prepared on the historical cost basis of accounting.

In our opinion these financial statements give, on the lais stated above, a true and fair view of the state of affairs of the Company and the Group as at 30th September, 1979 and of the Loss and source and application of funds of the Group for the year ended on that date, and comply with the Companies Acts 1948 and 1967.

Buchanan House, 24-30 Holborn, London, ECIN 2JB JOHN M. WINTER & SONS

Chartered Accountants

28th February; 1980

### CONSOLIDATED PROFIT AND LOSS ACCOUNT

### FOR THE YEAR ENDED 30TH SEPTEMBER 1979

	Notes	1979		197	<u>′8</u>
		£	E	£	£
TURNOVER	1		£87,813		£236,545
NET (LOSS) PROFIT FOR THE before taxation, after			(.30,566)		9,906
charging the follow			`		
Directors emoluments	2	4,652		4,425	
Depreciation	1	4,240		5,547	•
Audit Fee		1,000		850	
Bank Interest		946		263	
		=====		=====	
TAXATION	3		(3,100)		4,160
NET (LOSS) PROFIT AFTER TAXATION			E(27,466)		£5,746

### CONSOLIDATED BALANCE SHEET

### AS AT 30TH SEPTEMBER, 1979

No	tes	1979	<u> </u>	1978	3
•		£	£	£	£
SHARE CAPITAL					
Authorised: Ordinary Shares of El	each		£10,000		£10,000
Issued and Fully Paid: Ordinary Shares of El	each		6,500		6 <b>,</b> 500
RESERVES	4		(3,386)		23,579
			2,614		30,079
DEFERRED TAXATION	5		3,000		6,100
			£5,614		£36,179
Represented by:					
FIXED ASSETS	7		6,590		12,962
::VESTMENTS	8		6,331		6,425
CURRENT ASSETS					
Stocks Debtors and prepayments Bank balances and cash	1	2,380 49,263 2,667		3,646 16,421 40,828	
		51,310		60,895	
CURRENT LIABILITIES					
Creditors and accruals Receipts in advance Bank Overdraft &		23,864 22,126	·	23,865 15,638	
Short Term Loans	3	12,979		- 2,600	
Directors Current	,	2,648		2,000	
Account		61,617		44,103	
NET CURRENT (LIABILITIES)/	ASSETS		(7,307)		16,792
0.00			£5,614		£36,179
28th February, 1980	miller	.B. Pemb	perton - D	IRECTOR	*******

### BALANCE SHEET

### AS AT 30TH SEPTEMBER 1979

	Notes	1.979	9	197	<u>8</u>
		£	E	£	£
SHARE CAPITAL					
Authorised: Ordinary Shares of £	l each		£10,000		£10,000
Issued and Fully Paid: Ordinary Shares of £	l each		6,500		6,500
RESERVES	4		(3,877)		<u>36,395</u>
DFFERRED TAXATION	5		2,623 3,000		43,195 1,300
			£5,623		£44,495
Represented by:					
FIXED ASSETS	7		6,590		1,798
INTEREST IN SUBSIDIARY COMPANY	6		-		26,449
INVESTMENTS	8		6,331		6,425
CURRENT AS					
Stock Debtors and $p_{t}$ payment Bank balances and cash		2,380 49,263 2,667		3,178 5,295 36,272	
		54,310		44,745	
CURRENT LIABILITIES					
Creditors and accruals Receipts in advance Bank Overdraft & Loans Taxation Directors Current Acco	;	23,864 22,126 .2,970 - 2,648 61,608		14,684 15,638 - 2,600 2,000 34,922	
NET CURRENT (LIABILITIES	)/Assets		(7,298)	<del></del>	9,823
al	Deint "	.B. Pember	£5,623 ======	CTOR	£44,495 ======

28th February, 1980

### NOTES TO THE ACCOUNTS

### AS AT 30TH SEPTEMBER 1979

### 1. ACCOUNTING POLICIES

### Basis of Accounting

These accounts have been preparation as in previous years, on the historical cost basis of accouncing.

### Turnover

Turnover represents the net amounts invoiced to customers.

### Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:-

Furniture, Fixtures and Equipment ... 20%-25% Motor Vehicles ... 25%

### Deferred Taxation

Provision is made for deferred taxation where there is reasonable probability of payment in the forseeable future.

### Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resals.

### 2. DIRECTORS EMOLUMENTS

	1979	<u>1978</u>
Encluments of the Chairman	£4,652	£4,425
	= =====	======

The number of Directors whose emoluments fell within the following scales:-

£2,501 - £5,000 2

### NOTES TO THE ACCOUNTS

### AS AT 30TH SEPTEMBER 1979

### (Continued)

		£(3,100)	£ 4,160
	Taxation Account	(3,100)	1,560
	Corporation Tax at 42% Transfer (from) to Deferred	_	2,600
	Based on the Profit for the year:	£	£
3.	TAXATION	1979	1978

The Liability for taxation as shown on the Balance Sheet represents:-

	The Gr	The Group		The Company		
	1979	1978	1979	1978		
Current Taxation		2,600	<b>-</b> ·	2,600		
		<del></del>				
	£ -	£ 2,600	£ -	£ 2,600		
	======	======	======	======		

### 4. RESERVES

	The Company	The Group
	£	£
Share Premium at 30th September, 1978	£ 1,000	£ 1,000
Retained Profits at 1st October, 1978 Loss for the year Cost of Shares acquired by	35,696 (40,573)	22,579 (27,466)
Minority Interest		1
	(4,877)	(4,886)
Deficiency at 30th September, 1979	£(3,877)	£(3,886)

### NOTES TO THE ACCOUNTS

### AS AT 30TH SEPTEMBER, 1979

### (Continued)

### 5. DEFERRED TAXATION

	1979	1978
	£	£
The Group		
Fixed Assets Stock Relief	2,790 210	5,550 550
	£3,000 =====	£6,100
The Company		
Fixed Assets Stock Relief	2,790 210	756 544
	£3,000	£1,300 =====

### 6. INTEREST IN SUBSIDIARY COMPANY

The Company owns 99% of the issued share capital of Communication Security Limited.

	<u>1979</u>	<u>1978</u>
	£	£
Shares at Cost Loan Account	327 38,118	327 2 22
Less: Provision	38,445 38,445	26,449
	£-	£26,449

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER, 1979

### (Continued)

(Continued)			
7. FIXED ASSETS	Furnitu Fixture: Equipmen	s & Motor	TOTAL
The Company	£	£	F
Cost			
At 1st October, 1978 Additions Group Transfer	13,344 77 <u>6,469</u>	1,750	15,094 77 6,469
Disposals	19,890	1,750	21,640
At 30th September, 1979	(1,089)	(1,750)	(2,839)
Depreciation	18,801	-	18,801
At 1st October, 1978 Charge for Year	11,547 1,213	1,749	13,296 1,213
Disposals	12 <b>,</b> 760 (549)	1,749	14,509
At 30th September, 1979	12,211	(1.749)	(2,298)
Net Book Values	12,211	_	12,211
30th September, 1979	£ 6,590	£ -	£ 6,590
30th September, 1978	£ 1,797	£ 1	£ 1,798
The Group		=====	=====
Cost			
At 1st October, 1978 Additions	26,852 112	1,750	28,602 11:
Disposals	26,964	1,750	28,71.4
At 30th September, 1979	(5,262) 21,702	(1,750)	(7.012)
Depreciation	21., 702		21,702
At 1st October, 1978 Charge for Year	13,891	1,749	15,640 4,124
Disposals	18,015 (2,903)	1,749	19,764
At 30th September, 1979	15,112	(1,749)	(4,652)
Net Book Values	and place to		15,112
30th September, 1979			6,590 ======
30th September, 1978	£12,901	E 1 £	112,962

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER 1979

### (Continued)

### 8. INVESTMENTS AT COST

	1979	1978
	£	£
Unquoted Investments		
1,250 Ordinary Shares -		
L.E.H. Travel Ltd.	1,250	1,250
Quoted Investments		
Market Value £4,471	5,081	5,175
	£6,331	£6,425

The Director is of the opinion that the value of the Unquoted Investment approximates towards its cost.

# CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS

# FOR THE YEAR ENDED 30TH SEPTF! OR 1979

	1979		197	78
	$\epsilon$	£	E	E.
SOURCE OF FUNDS				
(Loss) Profit before tax		(30,566)		9,906
Adjustment for item not involving the movement of funds:		(30,7300)		3,900
Depreciation		4,240		5,547
TOTAL GENERATED FROM OPERATIONS		(26,326)		15,453
FUNDS FROM OTHER SOURCES				
Taxation recovered	_		3,130	•
Disposal of assets Issue of Shares for cash	2,245		26,025	
Disposal of Investments	985		25	
-		3,230		29,180
		(23,096)		44,633
APPLICATION OF FUNDS				
Purchase of Investments	891		6,425	
Tax paid	2,689		-	
Purchase of fixed assets	112	2 (02	8,893	
		3,692		15,318
		E(26,788)		E29,315
INCREASE (DECREASE) IN WORKING CAPITAL				
(Decrease) in Stocks Increase/(Decrease) in Debtors (Increase) Decrease in Creditors	(1,266) 32,753 5 (7,135)		(632) (10,979) 57,056	
Movement in net liquid funds:				
(Decrease) Increase in cash	(51,140)		(16,130)	
		£(26,788)		£29,315

No. of Company 990443

(For notes on this form see the "Annual Return Guide" (form 6B))

### THE COMPANIES ACTS 1948 TO 1967

Annual	return	of	a	company	having.	a share ca	pital
--------	--------	----	---	---------	---------	------------	-------

Turseone to Sect	ions 124, 126 and 127 a	िthe Companies िर्मेर्स	<b>7≈t 1948</b> 5000 1√8	1 Sec. 19 14
Diversified Co	rporate Services	Ltd.		· limited *
nade up to the 30th March	1980 (hei	e the fourteen	th day afron the	
neeting for the year 19 <u>80</u> (Note 1).	* Delete " Limited " if not a		ur day.arter.tr	residates of the annual general
Address of	anan House, 24-3		London EC1	•
Summary of share capital and debentures				
Nominal Share Capital 70,000  Nominal share capital £divided	No. of shares	class Ordi	nary	Nominal value of each share
Issued Shat - Capital and Debentures				
		1	Number	Class
Number of shares of each class taken up to the date of with the total shown in the list as held by existing n	this return (which number nembers)	must agree	6,500	Ordinary
) Number of shares of each class issued subject to payme	ent wholly in cash	{	5,500	
) Number of shares of each class issued as fully paid up f	or a consideration other th	an cash	1,000	
Number of shares of each class issued as partly paid u a consideration other than cash and extent to which such share is so paid up	p for Amount p	er share	Nil	
) Number of shares (if any) of each class issued at a disco	ount	{	Nil Nil	
Amount of discount on the issue of shares which has no	ot been written off at the d	) ate of this return		£
Amount called up on number of shares of each class	{ Amount   C One		Number 5,500	Class
Total amount of calls received (Note 2)			***	5,500
Total amount (if any) agreed to be considered as paid on of each class issued as fully paid up for a consideration	on other than cash 🧪 🕺	1,000 on {	Number 1,000	Class
Total amount (if any) agreed to be considered as paid on of each class issued as partly paid up for a consideration.  Total amount of calls unpaid	on other than cash	on {		Nil.
Total amount of sums (if any) paid by way of commission	n in respect of any shares o	r debentures		£ Ni
Total amount of the sums (if any) allowed by way of dis  Total number of shares of each class forfeited	count for any debentures s	ince the date of the	ne last return Number Ni 1	Class
Total amount paid (if any) on shares forfeited				Nil Nil
Total amount of shares for which share warrants to bea  Total amount of share warrants to bearer issued and su  of the last return		e the date	Issued	£ N11 £ N11
Number of shares comprised in each share warrant to be the case of warrants of different kinds, particulars of comprised in each share warrants.	arer, specifying in each kind	(	Surrendered Nil	<u> </u>
otal amount of indebtedness of the company in respect	·	ges which are re		c Nil
sented by:				
sentor's reference:				Fill Samuel

# 4. List of Past and Present

Folio in register ledger containing particulars	Names and addresses
	PARTICUALRS OF CHANGE ONL
	NIL.

Margin reserved for binding

nt

# Members (Notes 4, 5 and 6)

		ount of shares	<del></del> .	
Number of shares or amount of stock held by existing members at date of return (Notes 7 and 8)	Particulars of shares transfer or, in the case of the first r company, by (a) persons who who have ceased	Remarks		
	Number (Note 8)	Date of registration of transfer		
		(a)	(b)	

-	eserved for binding
	a L
	ŗ
	Σ

Register of	Regi	ster	than the registered (		
members (Note 10)					
Register of debenture holders (Note 11).	at				
Register of directors' interests (Note 12)	Diversif	ied Co	rporate Serv	ices Ltd.	
Copies of directors' service contracts (Note 13)	Prince	stead	les Passage Road, London	NW1 to which any corresp	onde
Particulars of directors of the company at t	····			should be sent.	
Name, nationality (if other than British) and date of birth (where applicable) (Notes 15, 16 and 17)	Address (Note 18)			Business occupation and particulars of other directorships (Note 19)	
Alan Brooke Pemberton	Eastfields Farm Withermarsh Green Nr. Stoke by Nayland Colchester Essex.		Green	Director  Communication Securit St Edwin Properties & Investments Ltd.	
Particul	ars of the secre	tary of the	company at the date	of this return	_
Name (Notes 16, 20 and 21)				Address (Notes 21 and 22)	_
Margaret Patricia Craig			32 Vanbrugh Court, Wincott Street, London SEll.		
CERTIFICATION DEL			TE ANY CERTIF	CATE WHICH DOES NOT APPLY	
Delete if accounts etc. are who and and on,		Sheet which annex on, ar	A. We certify that there is annexed hereto a true copy of every Balance Sheet laid before the Company in General Meeting during the period to which this Return relates (including every document required by law to be annexed to the Balance Sheet) and a true copy of the report of the Auditors on, and of the report of the Directors accompanying, each such Balance Sheet.		
Delete if not a Private Company		Annu incor subsc	B. We certify that the Company has not since the date of the last Annual Return (or, if this is the first Return made, since the date of incorporation of the Company) issued any invitation to the public to subscribe for any shares or debentures of the Company.		
Delete if the Number of Members of the Company does not exceed Fifty		<b>XX</b> X		GC CG Se Included in the reckoning of filty.	
		<b>D.</b> Certif	We certify this Reicates which do not a	eturn and also that we have deleted those opply.	e
Please see note 23 regarding the obligation to file certified copies of accounts and directors' reports with this return.		<u> </u>	Signed MA	Director Secretary	
Oyez Publishing Limited, Oyez House, 237 Long Lane, London S&1 4PU, a subsidiary of The Solicitors' Law Stationery Society, Limited		Com	panies 8	70,000	
May, 1975			4		

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### DIVERSIFIED CORPORATE SERVICES LIMITED

### ACCOUNTS

30TH SEPTEMBER, 1980

JOHN M. WINTER & SONS Chartered Accountants Buchanan House, 24-30 Holborn, London EC1N 2JB.



### REPORT OF THE DIRECTORS

### FOR THE YEAR ENDED 30TH SEPTEMBER, 1980

### DIRECTOR

Colonel A.B. Pemberton, M.B.E.

### PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

### TRADING RESULTS

The trading results for the year are shown on page 3 of the attached accounts.

### DIVIDEND

The Director does not recommend the payment of a dividend.

### DIRECTORS INTERESTS IN SHARES

Colonel A.B. Pemberton

<u>1980</u> <u>1979</u> 5,500 5,500

### EXPORTS

Exports of goods and services for the year amounted to £2,546 (1979  $\pm 6,454$ ).

### COMPANY STATUS

In the opinion of the Director, the Company is a 'close' Company as defined by Section 282 of the Income and Corporation Taxes Act 1970.

### **AUDITORS**

John M. Winter & Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

SECRETARY

9th January, 1981

## REPORT OF THE AUDITORS TO THE MEMBERS OF:

### DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements set out on pages 3 to 10 which have been prepared on the historical cost basis of accounting.

In our opinion these financial statements give, on the basis stated above, a true and fair view of the state of affairs of the Company and the Group as at 30th September, 1980 and of the Lons and source and application of funds of the Group for the year ended on that date, and comply with the Companies Acts 1948 and 1967.

Buchanan House, 24-30 Holborn, London ECIN 2JB.

JOHN M. WINTER & SONS

9th January, 1981

Chartered Accountants

_	
- 4	

## CONSOLIDATED PROFIT AND LOSS ACCOUNT

## FOR THE YEAR ENDED 30TH SEPTEMBER 1980

	Notes	£	<u>1980</u>	£	<u>1979</u> £
TURNOVER	1		£143,316		£87,813
NET PROFIT (LOSS) FOR THE Y	EAR		(199)		(30,566)
before taxation, after charging the following:	:				
Directors emoluments	2	4,602		4,652	
Depreciation	1	5,366		4,240	
Audit Fee		1,200		1,000	
Bank Interest		1,269		946	·
		=====		====	
TAXATION	3		(2,803)		(3,100)
NET PROFIT/(LOSS) AFTER TAX	XATION		£(2,604)		£(27,466)
,			====		=====

### CONSOLIDATED BALANCE SHEET

### AS AT 30TH SEPTEMBER, 1980

	Notes	<u>19</u> 6	<u>80</u> £	<u>19</u> '	7 <u>9</u>
SHARE CAPITAL		-	~	-	
Authorised: Ordinary Shares of £l	each		£10,000		£10,000
Issued and Fully Paid: Ordinary Shares of £1	each		6,500		6,500
RESERVES	4		(1,283)		(3,886)
			5,217	•	2,614
DEFERRED TAXATION	5		<u></u>		3,000
			£5,217		£5,614 =====
Represented by:					
FIXED ASSETS	7		9,577		6,590
INVESTMENTS	8		3,319		6,331
CURRENT ASSETS					
Stocks Debtors and prepayments Bank balances and cash	1	8,945 11,647 10,450 31,042		2,380 49,263 2,667 54,310	
CURRENT LIABILITIES					
Creditors and accruals Receipts in advance Bank overdraft &		16,323 21,000		23,864 22,126	
Short Term Loans		_		12,979	
Directors Current Accoun	it	1,398	•	2,648	
	<b>.</b>	38,721	(7. 670)	61,617	(= 20=)
NET CURRENT (LIABILITIES)/	ASSETS		(7,679) ———		(7,307)
			£5,217		£5,614 ====

A.B. Pemberton - DIRECTOR

9th January, 1981

Ord Zembuhi

#### BALANCE SHEET

#### AS AT 30TH SEPTEMBER, 1980

No	otes .	19	80	<u> 19</u>	<u>79</u>
_		£	£	£	£
SHARE CAPITAL					
Authorised:					
Ordinary Shares of El each			£10,000		£10,000
Issued and Fully Paid:					
Ordinary Shares of £1 each			6,500		6,500
RESERVES	4		(1,283)		(3,877)
			5,217		2,623
DEFERRED TAXATION	5		<u>-</u>		3,000
			£5,217		£5,623
Represented by:					
FIXED ASSETS	7		9,577		6,590
INTEREST IN SUBSIDIARY COMPANY	6		-		-
INVESTMENTS	8		3,319		6,331
CURRENT ASSETS					
Stock	1	8,945		2,380	
Debtors and prepayments		11,647		49,263	
Bank balances and cash		10,450		2,667	
		31,042		54,310	
CURRENT LIABILITIES					
Creditors and accruals	•	16,323		23,854	
Receipts in advance		21,000		22,126	
Bank Overdraft & Loans		-		12,970	
Directors Current Account		1,398		2,648	
		38,721		61,608	
NET CURRENT (LIABILITIES)			(7 <b>,</b> 679)	•	(7,298)
			£5,217		£5,623
			====		

9th January, 1981

A.B. Pemberton - DIRECTOR

#### NOTES TO THE ACCOUNTS

#### AS AT 30TH SEPTEMBER 1980

#### 1. ACCOUNTING POLICIES

#### Basis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

#### Turnover

Turnover represents the net amounts invoiced to customers.

#### Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture: Fixtures and Equipment 20%-25% Motor Vehicles 25%

#### Deferred Taxation

Provision is made for deferred taxation where there is reasonable probability of payment in the foreseeable future.

#### Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

#### 2. <u>DIRECTORS EMOLUMENTS</u>

	1.980	1979
Emoluments of the Chairman	£4,602	£4,652
	=====	

The number of Directors whose emoluments fell within the following scales:-

£2,501 - £5,000 1

### NOTES TO THE ACCOUNTS

### AS AT 30TH SEPTEMBER 1980

(Continued)

3.	TAXATION	1980 £	1979 £
	Based on the Profit for the year: Transfer to (from) Deferred Taxation		L
	Account Underprovision in previous years	2,600 197	(3,100)
		£2,797	£(3,100)
4.	RESERVES	The Company	The Group
	Share Premium at 30th September, 1979	£1,000	£1,000
	Retained Loss at 1st October, 1979	(4,877)	(4,887)
	Profit/(Loss) for the year Cost of shares acquired by	2,594	2,603 .
	Minority Interest		
		£(2,283)	£(2,283) =====
	Deficiency at 30th September, 1980	£(1,283)	£(1,283)
5.	DEFERRED TAXATION	1980	1979
	17	£	£
	The Group		
	Fixed Assets		2,790
	Stock Relief		210
		£ -	£3,000
		<del></del>	
	The Company		
	Fixed Assets	-	2,790
	Stock Relief		210
	•	£ -	£3,000
		====	=====
6.	INTEREST IN SUBSIDIARY COMPANY		
	The Company owns 99% of the issued statement of Security Limited.	_	
		<u>1980</u> £	<u>1979</u> £
	Shares at Cost	327	327
	Loan Account	30,509	38,118
		30,836	38,445
	<u>Less</u> : Provision	30,836	38,445
		£ -	£
		======	2====

## NOTES TO THE ACCOUNTS

## AS AT 30TH SEPTEMBER, 1980

(Continued)

7.	FIXED 'S	Furniture Fixtures & Equipment	Motor Vehicles	TOTAL
	The Company	£	£	£
	Cost			
	At 1st October, 1979 Additions	18,801 <u>4,703</u>	3,650	18,801 8,353
	30th September, 1980	23,504	3,650	27,154
	Depreciation			
	At 1st October, 1979 Charge for Year	12,211 4,453	913	12,211 5,366
	At 30th September, 1980	16,664	913	17,577
	Net Book Values			
	30th September, 1980	£6,840	£2,737 =====	£9,577 ====
	30th September, 1979	£6,590 =====	£ - =====	£6,590
	The Group			
	Cost			
	At 1st October, 1979 Additions	21,702 <u>4,703</u>	3,650	21,702 8,353
	At 30th September, 1980	26,405	3,650	30,055
	Depreciation			
	At 1st October, 1979 Charge for Year	15,112 <u>4,453</u>	91.3	15,112 5,366
	At 30th September, 1980	19,565	913	20,478
	Net Book Values			
	30th September, 1980	£6,840	£2,737	£9,577
	30th September, 1979	£6,590	£ - =====	£6,590

### NOTES TO THE ACCOUNTS

## AS AT 30TH SEPTEMBER, 1980

(Continued)

8.	INVESTMENTS AT COST	1980 £	<u>1979</u>
	Unquoted Investments		
	1,250 Ordinary Shares - L.E.H. Travel Ltd.	-	1,250
	Quoted Investments Market Value £2,709	3,31.9	5,081
		£3,319	£6,331
		=====	=====

### CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS

### FOR THE YEAR ENDED 30TH SEPTEMBER 1980

	1980 £	£	<u>197</u>	<u>9</u>
	2.	L	L	~
SOURCE OF FUNDS				
Profit (Loss) before Tax		(199)		(30,566)
Adjustment for item not involving the movement of funds:				
Depreciation		5,366		4,240
TOTAL GENERATED FROM OPERATIONS		5,167		(26,326)
FUNDS FROM OTHER SOURCES				,
Disposal of Assets	-		2,245	•
Disposal of Investments	3,852	3,852	985	3,230
		9,019		(23,096)
APPLICATION OF FUNDS				
Purchase of Investments	841		891	
Tax Paid	197 8,352		2,689 112	
Purchase of Fixed Assets	<del></del>	9,390		3,692
		£ (371)		£(26,788)
		=====		
INCREASE (DECREASE) IN WORKING CAPIT	<u>AL</u>			
Increase/(Decrease) in Stocks	6,555		(1,266)	
(Decrease)/Increase in Debtors	(37,616)		32,753	
Increase/(Decrease) in Creditors	9,918		(7,135)	
Movement in Net Liquid Funds:				
Increase/(Decrease) in Cash	20,762		(51,140)	
		£ (371)		£(26,788)
		===		======

13/4

Form 6A

### THE COMPANIES ACT 1948 TO 1980

Annual return of a company having 2 share capital

Pursuant to Sections 124 and 126 of the Companies Act 1948

made	Diversified Corporate Services Ltd,  Limite up to the27th February19 81	ieral
	Committee to the set of the set o	
1.	Address of the Buchanan House, 24-30 Holborn, London EC1. registered office of the company	p.444.270070
2.	Summary of share capital and debentures	
(a)	Nominal share capital 10,000	
(1)	No of Shares Class Value of each share  10,000 Ordinary £1	
(b)	Issued Share Capital and Debentures	
(2)	Number of shares of each class taken up to the date of this return (which number must agree with 6,500 Ordinar the total shown in the list as held by existing members)	'n
(3)	Number of shares of each class issued subject to payment wholly in cash	
(4)	Number of shares of each class issued as fully paid up for a consideration other than cash \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	
(5)	Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up	
(6)	Number of shares (if any) of each class issued at a discount	
(7)	Amount of discount on the issue of shares which has not been written off at the date of this return (	*********
(0)	Amount per share Number Class	
(8) (9)	Amount called up on number of shares of each class \ \( \text{C} \) One \ \( 5,500 \)  Total amount of calls received (Note 1) \( \text{L} \) \( \text{L}	
(3)	Number Class	
10)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	
11)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash £	
12)	Total amount of calls unpaid £	
13)	Total amount of sums (if any) paid by way of commission in respect of any shares of debentures £	· · · · · · · · · · · · · · · · · · ·
(14)	Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return £	·••••••••
(15)	Total number of shares of each class forfeited	
16)	Total amount paid (if any) on shares forfeited £	
17)	Total amount of shares for which share warrants to bearer are outstanding	
(18)	Total amount of shares for which share warrants to bearer are outstanding £	••••••••••
(19)	Number of shares comprised in each share warrant to bearer, specifying in ( N1)  the case of warrants of different kinds, particulars of each kind	
3.	Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 2)	

Presented by:

Presentor's reference:

HUL Scenard Teos N) 1277 88 E40 - 7/1/1981

1.

## 4. LIST OF PAST AND PRESENT ME

Folio in register ledger containing particulars	Names and addresses
	PARTICULARS OF CHANGE ONLY
	NIL
	•

Margin reserved for binding

Margin reserved for binding

	Margin reserved for binding	
<del></del>	-	

	Account of shares					
Number of shares or amount of stock held by existing members at date	or, in the case of the first return, of the incorporation of the members, and (b) persons who are still members, and (b) persons who have ceased to be members (Note 8)					
of return (Notes 6 and 7)	Number (Note 7) Date of registration of transfer					
	(a) (b)					
· · · · · · · · · · · · · · · · · · ·						
-						
	,					
u						

5.	Situation of the registers of members and debenture holders, if kept at an address other than the registered office or where the
	register of members, or the register of debenture holders, is kept otherwise than in a legible form and the place for inspection of such register is elsewhere than at the registered office, the situation of such place for inspection.
	such register is eisewhere than at the registered office, the situation of such place for inspection.

Register of Register held at members (Note9)

- 6. Particulars of directors of the company at the date of this return (Note 11)

Name, nationality and date of birth (where applicable) (Notes 12, 13 and 14)		ddress ote 15)	Business occupation and particulars of other directorships (Note 16)		
Alan Brooke Pemberton	Eastfields Withermars Nr. Stoke Colchester Essex.	h Green by Nayland	Director  Communication Security Ltd General Garage Services (Northern) Ltd. Proudhurst Ltd. L.E.H. Travel Ltd.		
Partic	ulars of the secretary o	f the company at the dat	e of this return		
Name (Notes 12, 13, 17 and 18)		Address (Notes 18 and 19)			
Margaret Patricia Craig		32 Vanbrugh	Court, London SE11.		

Signed Abendulm: Directo

..... Secretary

Cdf 2421/1/A21760 100m 1/81 TP MP

Banking Companies: Please see Note 20.

4.

Form 6A

#### THE COMPANIES ACT 1948 TO 1980

Annual return of a company having a share capital  Pursuant to Sections 124 and 126 of the Companios Act 1948 (1948)	3
Pursuant to Sections 124 and 126 of the Companies Act 1948 COLSTRATION	
DIVERSIFIED CORPORATE SERVICES LED	
nade up to the 4th January, 19.82 (being the fourteenth day after the date of neeting for the year 1982). *Delete "Limited" if not applicable	!!Limited*
neeting for the year 1982). *Delete "Limited" if notificable the second state of	tire amtuai genera

	Address of the Buchanan House, 24-30 Holborn, London, ECIN 2	TD
1.		JR.
***************************************	registered office of the company	
2.	Summary of share capital and debentures	
(a)	Nominal share capital	
(1)	Nominal share capital 3 10,000 divided into:	
	No of Shares Class Value of each share 10,000 Ordinary 51	
(b)	Issued Share Capital: ad Debentures	
(-)	Number	Class
(2)	Number of shares of each class taken up to the date of this return (which number must agree with	Ordinary
(3)	the list as held by existing members)	Ordinary
(4)	Number of share of each class issued subject to payment wholly in cash	Ordinary
(5)	Number of shar of each class issued as fully paid up for a consideration other than cash 1,000  Number of shar of each class issued as partly paid up for Amount per share	Ordinary
(+)	a consider: of each class issued as partly paid up for Amount per share  a consider: on other than cash and extent to which each such share so paid up	
(6)	Number of s <sup>1</sup> ares (if any) of each class issued at a discount	
(7)	Amount of Tiscount on the issue of shares which has not been written off at the date of this return	r NIL
	Amount per share Number	Class
(8)	Amount called up on number of shares of each class $\int f^1$	Ordinary
(9)	Total amount of calls received (Note 1)	5,500
	Number	Class
(10)	T ount (if any) agreed to be considered as paid on number of shares of	- 7.
	class issued as fully paid up for a consideration other than cash £ 1,000 on { 1,000 }	- Ordinary
(11)	T _ amount (if any) agreed to be considered as paid on number of shares of [	
	each class issued as partly paid up for a consideration other than cash	
(12)	Total amount of calls unpaid	. £NIL
(13) /	Total amount of sums (if any) paid by way of commission in respect of any shares of depentures	. £ NIL
(14)	Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return	. £NIL
(1.6)	(Number	Class
(15)	Total number of shares of each class forfeited	NIL
(16)	Total amount paid (if any) on shares forfeited	. £
(17)	Total amount of shares for which share warrants to bearer are outstanding	
(18)	Total amount of share warrants to bearer issued and surrendered respectively since the date  of the last return	f NII
(19)	of the last return	. £NIL
,	the case of warrants of different kinds, particulars of each kind	
3.		
J.	Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 2)	r NTT.

Presented by:

JOHN M. WINTER & SONS CHARTERED ACCOUNTANTS BUCHANAN HOUSE, 24-30 HOLBORN.

LONDON, ECIN 2JB

Presentor's reference:

FHF/D510/5



Hill Samuel & Co £40/P2 060878.

## 4. LIST OF PAST AND PRESENT ME

Folio in register ledger containing particulars	Names and addresses
	Colonel Alan Brooke Pemberton, MBE
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,
	Colchester, Essex.
	<u></u>
	Alan Guy Brooke Pemberton,
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nay and,
	Colchester, Essex.
	David Carruthers Pemberton,
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,
	Colchester, Essex.
	<u>`\</u>
<u> </u>	

## PAST AND PRESENT MEMBERS (NOTES 3, 4, and 5)

		Number of shares or amount of stock held by existing members at date of return	Particulars of shares transfer or, in the case of the first re company, by (a) persons wh who have ceased t	red since the date of turn, of the incorpor o are still members, to be members (Note	the last return, ation of the and (b) persons 8)	Remarks	
		(Notes 6 and 7)	Notes 6 and 7) Number (Note 7) Date of registration of transfer				
<del></del> ,				(a)	(b)		
		5,500					
		500					
		500				<u> </u>	
	gni						
·	Margin reserved for binding	500					
	rved fo	6,500					
<u>ر</u> 	in rese						
	Marg						
	•						
						·	
						· · · · · · · · · · · · · · · · · · ·	
		<del>,</del>					
					<u> </u>		
					<b>"</b>		

5. Situation of the registers of members and debenture holders, if kept at an address other than the registered office or where the register of members, or the register of debenture holders, is kept otherwise than in a legible form and the place for inspection of such register is elsewhere than at the registered office, the situation of such place for inspection.

Register of members (Note9) Register at Diversified Corporate Services Ltd.,

- (b) Register of 1 Prince of Wales Passage, 117 Hampstead Rcad, London, NWl debenture holders (Note 10).....
- 6. Particulars of directors of the company at the date of this return (Note 11)

Address (Note 15)	Business occupation and particulars of other directorships (Note 16)
Eastfields Farm Withermarsh Green, Nr. Stoke by Nayland, Colchester, Essex	Sales Executive Director of: General Garage Services (Northern) Ltd. Proudhurst Ltd. LEH Travel Ltd.
19 Redan Street London, W14 CAB	Businessman
	(Note 15)  Eastfields Farm Withermarsh Green, Nr. Stoke by Nayland, Colchester, Essex  19 Redan Street

Particulars of the secretary of the company at the date of this return				
Name (Notes 12, 13, 17 and 18)	Address (Notes 18 and 19)			
Caroline Jane Buckley	4 Meadway, Hillside Avenue, Woodford Groen, Essex, 1G8 7RF			

gned ...... Direct

or Secreta

Cdf 2421/1/A21760 100m 1/81 TP MP

Banking Companies: Please see Note 20.

4.

48

## DIVERSIFIED CORPORATE SERVICES LIMITED

### ACCOUNTS

30TH SEPTEMBER, 1981

JOHN M. WINTER & SONS Chartered Accountants Buchanan House, 24-30 Holborn, London ECLN 2JB.



#### REPORT OF THE DIRECTORS

#### FOR THE YEAR ENDED 30TH SEPTEMBER, 1981

#### DIRECTOR

Colonel A.B. Pemberton, M.B.E.

#### PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

#### TRADING RESULTS

The trading results for the year are shown on page 3 of the attached accounts.

#### DIVIDEND

The Director does not recommend the payment of a dividend.

#### DIRECTORS INTERESTS IN SHARES

<u>1981</u> <u>1980</u> 5,500 5,500

Colonel A.B. Pemberton

#### EXPORTS

Exports of goods and services for the year amounted to £2,546 (1980 £2,546).

### AUDITORS

John M. Winter & Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

M.P. Craig

#### SECRETARY

### 9th December, 1981

## REPORT OF THE AUDITORS TO THE MEMBERS OF:

### DIVERSIFIED CORFORATE SERVICES LIMITED

We have audited the financial statements on pages 3 to 10 in accordance with approved Auditing Standards.

In our opinion, the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of affairs of the company as at 30th September, 1981 and of the Loss and source and application of funds of the Group for the year then ended and comply with the Companies Acts 1948 to 1980.

Buchanan House, 24-30 Holborn, London ECIN 2JB.

JOHN M. WINTER & SONS

9th December, 1981

Chartered Accountants

3.

# DIVERSIFIED CORPORATE SERVICES LIMITED

## CONSOLIDATED PROFIT AND LOSS ACCOUNT

## FOR THE YEAR ENDED 30TH SEPTEMBER 1981

	Notes	£	<u>1981</u> £	£	1980 £
TURNOVER	1		£82,027		£143,316
NET LOSS FOR THE YEAR  before taxation, after charging the following:		·	(10,631)		(199)
Directors emoluments Depreciation Audit Fee Bank Interest	2	4,739 5,015 1,950 8		4,602 5,366 1,200 1,269	
TAXATION	3				( <u>2,803</u> )
NET LOSS AFTER TAXATION			£(10,631)		£(2,604)

4.

## DIVERSIFIED CORPORATE SERVICES LIMITED

## CONSOLIDATED BALANCE SHEET

## AS AT 30TH SEPTEMBER, 1981

	Notes	£	1981 £	£ 19	980 £
FIXED ASSETS	6		7,236	٤	
INVESTMENTS	7		2,323		9,577
CURRENT ASSETS			27323		3,319
Stocks Debtors and prepayments Bank balances and cash	1	3,401 10,287 23,314 37,002		8,945 11,647 10,450 31,042	
CURRENT LIABILITIES					
Creditors and accruals Receipts in advance Bank overdraft &		25,573 21,000		16,323 21,000	
Short Term Loans Directors Current Account		6,332 (930)		1,398	
NET CURRENT (LIABILITIES)		51,975	(14,973)	38,721	(7,679)
Financed by:			£(5,414) =====		£5,217
SHARE CAPITAL					
Authorised: Ordinary Shares of £l each			£10,000		£10,000
Issued and Fully Paid: Ordinary Shares of £l each			6,500		=====
RESERVES	4		( <u>11,914</u> )		6,500 ( <u>1,283</u> )
			£(5,414)		£5,217

A.B. Pemberton - DIRECTOR

9th December, 1981

Venberlin:

### BALANCE SHEET

### AS AT 30TH SEPTEMBER, 1981

	Notes	198	<del></del>	19	<del></del>
		£	£	£	£
FIXED ASSETS	6		7,236		9,577
INTEREST IN SUBSIDIARY COMPA	<u>NY</u> 5		-		_
INVESTMENTS	7		2,323		3,319
CURRENT ASSETS					
Stock Debtors and prepayments Bank balances and cash	1	3,401 10,287 23,314		8,945 11,647 10,450	
CURRENT LIABILITIES		37,002 		31,042	
Creditors and accruals Receipts in advance Bank Overdraft & Loans Directors Current Account		25,573 21,000 6,332 (930)		16,323 21,000 - 1,398	
NET CURRENT (LIABILITIES)		51,975 	( <u>14,973</u> )	38,721 	( <u>7,679</u> )
Financed by:			£(5,414)		£5,217 =====
SHARE CAPITAL					
Authorised: Ordinary Shares of £l eac Issued and Fully Paid:	:h		£10,000		£10,000
Ordinary Shares of £1 eac	h		6,500		6,500
RESERVES	4		(11,914)		(1,283)
			£(5,414)		£5,217
9th December, 1981	A.B.	Pemberton -	DIRECTOR		

9th December, 1981

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## NOTES TO THE ACCOUNTS

## AS AT 30TH SEPTEMBER 1981

## 1. ACCOUNTING POLICIES

## Basis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

#### Turnover

Turnover represents the net amounts invoiced to customers.

#### Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment 20%-25% Motor Vehicles 25%

#### Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

### 2. <u>DIRECTORS EMOLUMENTS</u>

		====	=====
Emoluments of th	e Chairman	£4,739	£4,602
		<u> 1981</u>	<u>1980</u>

The number of Directors whose emoluments fell within the following scales:-

£0 - £5,000

1

7.

# DIVERSIFIED CORPORATE SERVICES LIMITED

## NOTES TO THE ACCOUNTS

## AS AT 30TH SEPTEMBER 1981

(Continued)

٠٤.	TAXATION	1981	1980
	Based on the Profit for the year: Transfer to (from) Deferred Taxation Account	Ē	£
	Underprovision in previous years		2,600 <u>197</u>
4.	RESERVES	£- === The Company	£2,797 ===== The Group
	Share Premium at 30th September, 1981	£ £1,000	£ £1,000
	Retained Loss at 1st October, 1980 (Loss)/Profit for the year	===== (2,283) ( <u>10,631</u> )	===== (4,877) 2,594
		£(12,914) =====	£(2,283) =====
5.	Deficiency at 30th September, 1981	£(11,914) ======	£(1,283)

## 5. INTEREST IN SUBSIDIARY COMPANY

The Company owns 99% of the issued share capital of Communication Security Limited.

	=====	======
	£ -	£ –
Less: Provision	29,317 29,317	30,836 30,836
Shares at Cost Loan Account	327 28,990	327 30,509
	1 <u>981</u> .	1980 £

## NOTES TO THE ACCOUNTS

## AS AT 30TH SEPTEMBER, 1981

6.	FIXED ASSETS	(Continued) Furniture		
	The Company	Fixtures & Equipment £	Motor Vehicles £	TOTAL,
	Cost		~	~
	At 1st October, 1980 Additions	23,504 	3,650	27,154 _2,674
	30th September, 1981	26,178	3,650	29,828
	Depreciation			
	At 1st October, 1980 Charge for Year	16,664	913 912	17,577 5,015
	At 30th September, 1981	20,767	1,825	22,592
	Net Book Values			
	30th September, 1981	£5,411	£1,825	£7,236
	30th September, 1980	£6,840 =====	£2,737	£9,577
	The Group			====
	Cost			
	At 1st October, 1980 Additions	26,405 2,674	3,650	30,055 2,674
•	At 30th September, 1981	29,079	3,650	32,729
	Depreciation			
	At 1st October, 1980 Charge for Year	19,565 4,103	913 912	20,478 5,015
	At 30th September, 1981	23,668	1,825	25,493
	Net Book Values			
	30th September, 1981	£5,411	£1,825	£7,236
	30th September, 1980	£6,840	£2,737	£9,577

9.

## DIVERSIFIED CORPORATE SERVICES LIMITED

## NOTES TO THE ACCOUNTS

## AS AT 30TH SEPTEMBER, 1981

(Continued)

## 7. INVESTMENTS AT COST

	1981	1980
Quoted Investments	£	£
Market Value £1,058	£2,326	£3,319
	====	=====

# CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS

# FOR THE YEAR ENDED 30TH SEPTEMBER 1981

	•	1981	1.9	980
SOURCE OF FUNDS	£	£	12	£
(Loss) before Tax		(10.55)		
Adjustment for item not involving the movement of funds:		(10,631)		(199)
Depreciation		_5,015		
TOTAL GENERATED FROM OPERATIONS		(5,616)		5,366 5,167
FUNDS FROM OTHER SOURCES				
Disposal of Investments		1,114		3,852
		(4,502)		9,019
APPLICATION OF FUNDS				
Purchase of Investments Tax Paid Purchase of Fixed Assets	118		841 197	
TACU ASSELS	2,674	2,792	8,352	9,390
		£(7,294)		£ (371)
INCREASE (DECREASE) IN WORKING CAPITAL				
(Decrease)/Increase in Stocks (Decrease) in Debtors (Increase)/Decrease in Creditors		(5,544) (1,360) (6,922)		6,565 (37,616) 9,918
Movement in Net Liquid Funds: Increase in Cash		6,532		20,762
		£(7,294)		£ (371)

9904,13

## DIVERSIFIED CORPORATE SERVICES LIMITED

ACCOUNTS

30TH SEPTEMBER, 1982

JOHN M. WINTER & SONS Chartered Accountants Buchanan House, 24-30 Holborn, London ECIN 2JB.



### REPORT OF THE DIRECTORS

## FOR THE YEAR ENDED 30TH SEPTEMBER, 1982

#### DIRECTOR

frans

Colonel A.B. Pemberton, M.B.E. Brigadier P.N.R. Stewart-Richardson (Appointed 5th October 1981)

## PRINCIPAL ACTIVITIES OF THE COMPANY

Security Consultants and the sale of related equipment.

### TRADING RESULTS

The trading results for the year are shown on page 3 of the attached accounts.

#### DIVIDEND

The Directors do not recommend the payment of a dividend.

### DIRECTORS INTERESTS IN SHARES

<u>1982</u> <u>1981</u>

Colonel A.B. Pemberton

5,500 5,500

### AUDITORS

John M. Winter & Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

C.J. Buckley

SEC TARY

20th January, 1983

REPORT OF THE AUDITORS TO THE MEMBERS OF:

# DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements on pages 3 to 10 in accordance with approved Auditing Standards.

In our opinion, the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of affairs of the company as at 30th September, 1982 and of the profit and source and application of funds of the Group for the year then ended and comply with the Companies Acts 1948 to 1981.

Buchanan House, 24-30 Holborn, London ECIN 2JB.

JOHN M. WINTER & SONS

20th January, 1983

Chartered Accountants



3.

## DIVERSIFIED CORPORATE SERVICES LIMITED

## CONSOLIDATED PROFIT AND LCSS ACCOUNT

## FOR THE YEAR ENDED 30TH SEPTEMBER 1982

	Notes	£	<u>1982</u> £	£	<u>1981</u> £
TURNOVER	1		£155,041		£82,027
NET PROFIT/(LOSS) FOR THE Y	EAR		14,671		(10,631)
before taxation, after charging the following:					
Directors emoluments	2	18,525		4,739	
Depreciation	1	6,436		5,015	
Audit Fee		2,000		1,950	
Bank Interest		494		8	
	•	z=ez=		====	
TAXATION RECOVERED	3		2,797		
NET PROFIT/(LOSS) AFTER TAX	ATION		£17,468		£(10,631)

## CONSOLIDATED BALANCE SHEET

## AS AT 30TH SEPTEMBER, 1982

	Notes	<u>1</u>	982	τ.	81
		£	£	£	£
FIXED ASSETS	6		8,939		7,236
INVESTMENTS	7		1,432		2,323
CURRENT ASSETS					.,
Stocks Debtors and prepayments Bank balances and cash	:	1,890 7,852 <u>48,141</u>		3,401 10,287 23,314	
		57,883 		37,002	
CURRENT LIAFILITIES					
Creditors and accruals Receipts advance Bank overáraft &		36,130 21,000		25,573 21,000	
Short Term Loans Directors Current Account		<u>(930</u> )		6,332 <u>(930</u> )	
		5€,200		51,975	
NET CURRENT ASSETS/(LIABILIT:	(ES)		1,683	~	( <u>14,973</u> )
			£12,054		£(5,414)
Financed by:			5555E		22222
SHARE CAPITAL					
Authorised: Ordinary Shares of £l eac	h		63.0.000		
Issued and Fully Paid:			£10,000		: 10,000
Ordinary Shares of £1 eac	h		6,500		6,500
RESERVES	4		5,554		(11,914)
			£12,054		£(5,414)
A	.B. Pembe	rton			

A.B. Pemberton

DIRECTORS

20th January, 1983

fr. I'm

P.N.R. Stewart-Richardson)

A Plewant Paul and

## BALANCE SHEET

## AS AT 30TH SEPTEMBER, 1982

•	Notes	£	1982		1981
FIXED ASSETS	6	~	£	£	£
INTEREST IN SUBSIDIARY COMPA			8,939		7,236
INVESTMENTS	<del></del> . 7				-
CURRENT SSETS	•		1,432		2,323
Stock Debtors and prepayments Bank balances and cash	ĭ	1,890 7,852 48,141		3,401 10,287 23,314	
CUNT LIABILITIES		57,883		37,002	
Creditors and accruals Receipts in advance Bank Overdraft & Loans Directors Current Account		36,130 21,000 (930)		25,573 21,000 6,332 (930)	
NET CURRENT ASSETS/(LIABILITIE	<u>:s</u> )	56,200	1,683	51,975	( <u>14,973</u> )
Financed by:			£12,054		£(5,414)
SHARE CAPITAL					
Authorised: Ordinary Shares of £l each Issued and Fully Paid: Ordinary Shares of £l each			£10,000 =====		£10,000
RESERVES	1		5,554		6,500
			£12.054		( <u>11,914</u> ) £(5,414)
A.B.	Pember	ton	)		
20th January, 1983	R. Stew	art-Richa	) DIRE	CCTORS	

Womberhin:

P. Flewart Parland

## NOTES TO THE ACCOUNTS

## AS AT 30TH SEPTEMBER 1982

## 1. ACCOUNTING POLICIES

## dasis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

## Turnover

4

Turnover represents the net amounts invoiced to customers.

## Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment 20%-25% Motor Vehicles 25%

#### Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

2. DIRECTORS EMOLUMENTS	•	
Remuneration	<u>1982</u> £	1981 £
Pension Contribution	17,385 1,140	4,739
	£18,525	£4,739
Emoluments of the Chairman	£ 6,750	£4,739
Emoluments of the highert paid Director	===== £10,635	£ -
The number of Director: those remuneration fell within the foli: '- ranges:	=====	=====
£ 0 ~ £ 5,000		
£ 5,001 - £10,00, £10,001 - £15,000	- 1	1
~45,000	ī	-

## NOT TO THE ACCOUNTS

## AS AT 30TH SEPTEMBER 1982

(Continued)

J.	TAXATION	<u> 1982</u>	1001
	Based on the Profit for the year:	£	<u>1981</u> £
	Corporation Tax Repayment	£2,797	£ -

There is no charge for Corporation Tax on the profits for the year, as relief will be obtained for trading losses incurred in earlier years.

4.	DECUMENTA		Jears.		
7.	RESERVES	The Company	The Group		
	Share Premium at 30th September, 1982	£1,000	£1,000		
	Retained Loss at 1st October, 1981 (Loss)/Profit for the year	(12,914) <u>17,468</u>	(12,914) 17,468		
		£ 4,554	£4,554		
	Balance at 30th September, 1982	£5,554	£5,554		

## 5. INTEREST IN SUBSIDIARY COMPANY

The Company owns 99% of the issued share capital of Communication Security Limited.

	<u>1982</u> £	1981 £
Shares at Cost Loan Account	327 <u>19,170</u>	327 28,990
Less: Provision	19,497 <u>19,497</u>	29,317 29,317
	£	£ - ======



g-ix

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER, 1982

	1987	4	
6. FIXED ASSETS	(Continued)		
TODETS			
	Furniture		
The Car	Fixtures &	Motor	•
The Company	Equipment	<u>Vehicle</u>	S TOTAL
0	£	£	£
Cost	`•		~
At 1st October, 1981			
Additions	26,178	3,650	29,828
	5,522	4,442	,
Disposals	31,700	8,092	39,792
	-	3,650	,,52
30th September, 1982			<u>3,650</u>
	31,700	4,442	26 140
Depreciation		-7-7-2	36,142
At 1st October, 1981			
Disposals	20,767	1,825	00 ====
na	•		22,592
Charge for the year	20,767	1,825	1,825
tor the year	5,326	3 730	20,767
At 30th Sonton		1,110	6,436
At 30th September, 1982	26,093	7 770	
	-,	1,110	27,203
Not Book Water			
Net Book Values			
30th September, 1982	£5,607		
2041	=====	£3,332	£8,939
30th September, 1981	£5,411	=====	=====
Mh a C		£1,825	£7,236
The G. C.		====	====
Cost			
At 1st October, 1981	29,079	2	
Additions	_5,522	3,650	32,729
D.f.	34,601	4,442	9,964
Disposals	34,001	8,092	42,693
34 Ani:		3,650	3,650
At 30th & Stember, 1982	34,601		•
		4,442	39,043
<u>Depreciation</u>			
At 1st October, 1981	22 500	_	
Disposals	23,668	1,825	25,493
	23,668	1,825	1,825
Charge for Year		-	23,668
	_5,326	1,110	6,436
At 30th September, 1982	20.004		
	28,994	1,110	30,104
Net Book Values	400 Miles (mp. 100)		
30th September, 1982			
	£5,607	£3,332	£8,939
30th September, 1981	====	=====	====
Council Taul		£1,825	£7,236
	====	=====	

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER, 1982

# (Continued)

7. INVESTMENTS AT COST

Quoted Investments Market Value £810 1982 103° £ £1,432 £2,326

# CONSOLIDATED STATEMENT OF SOURCE AP APPLICATION OF FUNDS

# FOR THE YEAR ENDED 30TH SEPTEMBER 1982

•	<u>1</u> 9	82	1981	
·	£	£	£.	£
SOURCE OF FUNDS			**	£
Profit/(Loss) before Tax		14,671		(10,631)
Adjustment for item not involving the movement of funds:				(20,002,
Profit on sale of Fixed Assets Depreciation	(925) <u>6,436</u>		- 5,015	
		5,511		<u>5,015</u>
TOTAL GENERATED FROM OPERATIONS		20,182		(5,616)
FUL G FROM OTHER SOURCES				
Sale of Fixed Assets Disposal of Investments Taxation Repayment	2,750 890 2,797		1,114	
	<u> </u>	6,437	<del></del>	1,114
		26,619		(4,502)
APPLICATION OF FUNDS				
Purchase of Investments	_		118	
Purchase of Fixed Assets	9,964		2,674	
		9,964	<del></del>	2,792
		£16,655		£(7,294)
INCREASE (DEC EASE) IT WORKING CAPITA	<u>r</u>			
(Decrease) in Stocks		(1,17.1)		(5,544)
(Decrease) in Debtors		(2,435)		(1,360)
(Increase) in Creditors		(10,557)		(6,922)
Movement in Net Liquid Funds:				
Increase in Cash		31,358		5,532
		216,655		£(7,294)
		_=====		====

Form 6A

#### THE COMPANIES ACT 1948 TO 1980

### Annual return of a company having a share capital

	Pursuant to Sections 124 and 126 of the Companies Act 1948	FEE als PAID
mad	nual return ofDIVERSIFIED CORPORATE SERVICES LTD.  de up to the4th _February1983(being the fourteenth day after the date of the grant of the year 1983  *Delete "Limited" if not applicable	I finited*
		HE CONTROLL OF
	Buchanan House, 24-30 Holborn, London, EClN 2JB.	
1.	Address of the registered of fice of the company	1
2.	Summary of share capital and debentures	
(a)	Nominal share capital	•
(1)	Nominal share capital £	
(b)	Issued Share Capital and Debentures	
(0)	Number	Class
(2)	Number of shares of each class taken up to the date of this return (which number must agree with the total shown in the list as held by existing members)	Ordinary
(3)		ordinary
(4)	, · · · · · · · · · · · · · · · · · · ·	Ordinary
(5)	Number of shares of each class issued as partly paid up for Amount per share  a consideration other than cash and extent to which each such share is so paid up	
(6)	Number of shares (if any) of each class issued at a discount	MTT
(7)	Amount of discount on the issue of shares which has not been written off at the date of this veturn ( £	NIL
	Amount per share Number	Class
(8)	Amount called up on number of shares of each class $\{ \mathfrak{t}^1 \}$	Ordinary
(9)	Total amount of calls received (Note 1)	5,500
	Number	Class
(10)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash	Ordinary
(11)	Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash	•
3)	Total amount of calls unpaid	NIL
(13)	Total amount of sums (if any) paid by way of commission in respect of any shares of debentures £	NIL
(14)	Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return £	NIL
	(Number	Class
(15)	Total number of shares ich class forfeited	
(16)		NIL
(17)	Total amount of shares for which share warrants to bearer are outstanding	NIL
(18)	Total amount of share warrants to bearer issued and surrendered respectively since the date  [Issued f Surrendered f Surrendered f	NIL
(19)	Number of shares comprised in each share warrant to bearer, specifying in	
3.	Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be	

Presented by:

JOHN M. WINTER & SONS

registered with the Registrar of Companies (Note 2) ......

CHARTET ACCOUNTANTS BUCHANAH HOUSE, 24-20 HCLBORN,

LONDON, ECIN 2JB

Presentor's reference: FHF/D519/5

411, 53 mul 1.00. RESISTANDES 007589

i.

Margin reserved for binding

Margin reserved for binding

Folio in register ledger containing particulars	Names and addresses
	Colonel Alan Brooke Pemberton, MBE
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,
	Colchester, Essex
	Alan Guy Brooke Pemberton
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,
	Colchester, Essex
	David Carruthers Pemberton
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,
	Colchester, Essex
	·

# PAST AND PRESENT MEMBERS (NOTES 3, 4, and 5)

			Ac	count of shares		
		Number of shares or amount of stock held by existing members at date of return	Particulars of shares transfor, in the case of the first recompany, by (a) persons who have ceased	erred since the date of the eturn, of the incorporate tho are still members, an to be members (Note 8	ne last return, ion of the d (b) persons )	Re
		(Notes 6 and 7)	Number (Note 7)	Date of registratio		
				(a)	<b>(</b> b)	
		5,500				
			,	, encode ,	:	
			unt i	7.65		i 
		500				
						<u> </u>
	•	-		each of MCS %	N	1, 17471
	gnil grip					
	or bing	500				
	dargin reserved for binding Margin reserved for binding	6,500				
	n resei				8	
	Margin Margir					
						<u> </u>
	•				w	
80 Tg				<u></u>		
	Marie Company					
					·- ·- · · · · · · · · · · · · · · · · ·	<del> </del>
						<u> </u>
				<u> </u>	<del></del>	
						<del> </del>
					<del></del>	

Remarks

5. Situation of the registers of members and debenture holders, if kept at an address other than the registered office or where the register of members, or the register of debenture holders, is kept otherwise than in a legible form and the place for inspection of such register is elsewhere than at the registered office, the situation of such place for inspection.

Register of Register at Diversified Corporate Services Ltd., members (Note9)

- (b) Register of 1 Prince of Wales Passage, 117 Hampstead Road, London, NW1 debenture holders (Note 10)......
- 6. Particulars of directors of the company at the date of this return (Note 11)

Pemberton, MBE  Wither Nr. Sto Colche Essex  Brigadier Peter Neil  19 Red	elds Farm. marsh Green, oke by Nayland, ster,  LEH Travel Ltd. Communication Security Ltd.  Businessman , W14 OAB
Brigadier Peter Neil 19 Red Stewart-Richardson London	an Street Businessman
Stewart-Richardson London	· · · · · · · · · · · · · · · · ·
<b>₽</b>	
i i	
Particulars of the	secretary of the company at the date of this return
(Notes 12, 13, 17 and 18)	or and company at the date of diff forally

ioned Whenburni Director

Caroline Jane Buckley

Secretary Secretary

Green, Essex IG8 7RF

4 Meadway, Hills de Avenue, Woodford,

7df 2421/1/A21:60 100m 1/81 TP MP

Banking Companies: Please see Note 20.

Form 6A

#### THE COMPANIES ACT 1948 TO 1980

#### Annual return of a company having share capital

Annual return of a company naving some 12.

Pursuant to Sections 124 and 126 of the Companies Act 1948

| WR 16 5 11 6 4 0 6

Ann mad mee	ual return of	
1.	Buchanan House, 24-30 Holbern, London. ECIN 2JI Address of the registered office of the company	В
2.	Summary of share capital and debentures	
(a)	Nominal share capital	
(1)	No of Shares Class Value of each share  10,000 Ordinary £1	
(b)	Issued Share Capital and DeLentures	
(2)	Number of share feach class taken up to the date of this return (which number must agree with the total show in the list as held by existing members)	
(3)	Number of shares of each class issued subject to payment wholly in cash	
(4)	Number of shares of each class issued as fully paid up for a consideration other than cash \( \int 1,000 \) Ordinary	
(5)	Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up	
(6)	Number of shares (if any) of each class issued at a discount	
(7)	Amount of discount on the issue of shares which has not been written off at the date of this return	•••••
	Amount per share Number Class	
(8)	Amount per share  Amount called up on number of shares of each class   \$\frac{\fracc}\frac{\frac{\f	
(9)	Total amount of calls received (Note 1)	*****
(10)	Total amount (if any) agreed to be considered as paid on number o. shares of each class issued as fully paid up for a consideration other than cash	
(11)	Total amount (if any) agreed to be considered as paid in number of shares of each class issued as partly paid up for a consideration other than cash	
(12)	Total amount of calls unpaid	
(13)	Total amount of sums (if any) paid by way of commission in respect of any shares of debentures	
(14)	Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return £. NIL	
	(Number Class	
(15)	Total number of shares of each class forfeited	
(16)	Total a sunt paid (if any) on shares forfeited	
(17)	Total amount of shares for which share warrants to bearer are outstanding	
(18)	Total amount of share warrants to bearer issued and surrendered respectively since the date  of the last return	
(19)	Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind	
3.	Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (Note 2)	
-		منعجه

Presented by:

Presein

COMPANIES REGISTRATION
16 MAR 1984
10 OFFICE

Margin reserved for binding

### 4. LIST OF PAST AND PRESENT MEMBERS

Folio in register ledger containing particulars	Names and addresses
	Colonel Alan Brooke Pemberton MBE
	Eastfields Farm, Withermarsh Green, Stoke by Nayland,
	Colchester Essex.
	Alan Guy Brooke Pemberton
	P O Box 185 Tuktoyaktok, North West Territories, CANADA.
	David Curruthers Pemberton
	132E 35th Street, New York 10016, USA.
<b>.</b>	
·	
<b></b>	

# IST OF PAST AND PRESENT MEMBERS (NOTES 3, 4, and 5)

Margin reserved for binding

i.	
	nding
	for bi
	eserved for bind
	in res
	Marg

Number of shares or amount of stock held by existing members at date of return	Particulars of shores to	ferred since the date of the last returnered since the date of the last returnered in the incorporation of the who are still members, and (b) persond to be members (Note 8)	rn. ns Remarks
(Notes 6 and 7)		Date of registration	ėı ei
		(a)	***************************************
			,
5,500			
3,500			
500			
			ا التياري و الراج ويستري والمستقد منبود و المحدود
-			- The same of the
500		A STANLAND CO.	. (2)
500			
6,500			

3.

Situation of the registers of members and debenture holders, if kept at an address other than the registered office or where the register of members, or the register of debenture holders, is kept otherwise than in a legible form and the place for inspection of such register is elsewhere than at the registered office, the situation of such place for inspection.

Register at Diversified Corporate Services Ltd members (Note9) ..

- Register of debenture holders (Note 10). 1 Prince of Wales Passage, 117 Hampstead Road, London. NWI 3EE
- Particulars of directors of the company at the date of this return (Note 11)

Name, nationality and date of birth (where applicable). (Notes 12, 13 and 14)	Address (Note 15)	Business occupation and particulars of other directorships (Note 16)
Colonel Alan Brooke Pemberton MBE	Eastfields Farm Withermarsh Green Stoke by Nayland Colchester Essex	Director of:  LEH Travel Ltd  Communication Security Ltd  Nore Fire & Security  Services Ltd
Brigadier Peter Neil Stewart-Richardson	19 Redan Street London W14 OAB	Director of:  Norse Fire & Security  Services Ltd
		·
·		

Particulars of the secretary of the company at the date of this return Name (Notes 12, 13, 17 and 18) Address (Notes 18 and 19) 4 Meadway, Hillside Avenue, Woodford Green, Essex. IG8 7RF Caroline Jane Buckley

Secretary Secretary

Banking Companies: Please see Note 20.

Cdf 2421/1/A21760 100m 1/81 TP MP

Please do not write in this binding margin THE COMPANIES ACTS 1948 TO 1981

#### Annual return of a company having a share capital

Pursuant to sections 124 and 126 of the Companies Act 1948

To the Registrar of Companies

Annual return of



Company number

990443

Please complete leg!bly, preferably in black type, or

bold block lettering.

DIVERSIFIED CORPORATE SERVICES LTD.

\* delete if inappropriate made up to the .....31st..January.......19.84...... (hereinafter called 'the date of this retu being the fourteenth day after the date of the annual general meeting for the year 19.84....

Address of registered office of the company

Buchanan House, 24-30 Holborn

London EClN 2JB

Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (note 1). †

Form I

†Scottish companies see also note 2

If the register of members or any register of debenture holders is kept at a place other than the registered office, insert the address of the place where it is kept, or, if such a register is kept otherwise than in a legible form and the place for inspection of the register is elsewhere than at the registered office, insert the

Register of members

Register of Diversified Corporat Services Ltd

Register of debenture holders

1 Prince of Wales Passage

117 Hampstead Road, London, NW1

Particulars of the person who is the secretary at the date of this return

Name (notes 4, 5 and 6) Caroline Jane Buckley

address where inspection may be made. (see note 3)

Previous name(s) (note 4)

Address (notes 5, 6 and 7) 4 Meadway, Hillside Avenue, Woodford Green,

Essex IG8 7RF

We certify this return which comprises pages 1, 2 and 3 [plus ‡

continuation she

‡enter number of continuation sheets attached

Director, and

Secretary

Presentor's name, address and reference (if any):

John M. Winter & Sons Buchanan House 24-30 Holborn London EClN 2JB

BS /D519/5

For official use General section



write in this binding margin Summary of share capital and debentures £ 10,000 Nominal share capital Class Nominal value Number of Please complete of each share divided into:legibly, preferably Ordinary in black type, or £ 1 10,000 bold block lettering £ £ £ Issued share capital and debentures Class Number 1 Number of shares of each class taken up to the date of this return (which Ordinar 6,500 must agree with the total shown in the list as held by existing members) Ordinary 5,500 2 Number of shares of each class issued subject to payment wholly in cash Number of shares of each class issued as fully paid up for a consideration Ordinary 1,000 other than cash Amount \*per share Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up Number of shares (if any) of each class issued at a discount Amount of discount on the issue of shares which has not been written off at the date of this return Ordinary 5,500 7 Amount called up on number of shares of each class £5,500 Total amount of calls received (note 8) 1,000 Ordinary £1,000 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as fully paid up for a consideration other than cash 10 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash 11 Total amount of calls unpaid 12 Total amount of sums (if any) paid by way of commission in respect of any shares or debentures 13 Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return BBBBBB 14 Total number of shares of each class forfeited 15 Total amount paid (if any) on shares forfeited 16 Total amount of shares for which share warrants to bearer are outstanding 17 Total amount of share warrants to bearer issued ISSUED and surrendered respectively since the date of SURRENDERED the last return 18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind LIST OF PAST Folio in Names and addresses ledger containing particulars As par Continuation Sheet

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important
The particulars
to be given are
those referred
to in section

200 of the Companies Act 1948 as amend by section 95 of the Compan Act 1981.

\*enter particular of other direct ships held or previously held (see note 10). this space is insufficient us a continuation sheet.

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Please complete legibly, preferably in black type, or bold block lettering

\*per share

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¥	Particulars of the director(s) of the company at the date of the return	n (note 9)
Please complete legibly, preferably	Name (note 4) Colonel Alan Brooke Pemberton, MBE	Business occupation
in black type, or bold block lettering		Sales Executive
Doid Diock leffelltig	Previous name(s) (note 4)	Director Nationality
Important The particulars	Address (note 7) Eastfields Farm, Withermarsh Green,	Don't bi - h
to be given are	Nr. Stoke by Nayland, Colchester, Essex	British Date of birth (note 11)
those referred to in section		Date of birtil (note 11)
200 of the	Other directorships * LEH Travel I +4 Commission in the	
Companies Act 1948 as amended :	221 Travel Ltd. Communication Securi	ty Ltd.
by section 95 of the Companies	Norse Fire & Security Services Ltd.	
Act 1981.		
	Name (note 4) Brigidier Peter Neil Stewart-Richardson	Business occupation Businessman
	Previous name(s) (note 4)	Nationality
*enter particulars	Address (note 7) 19 Redan Street, London W14 OAB	<b>'</b>
of other director- ships held or	The state of the s	British
previously held		Date of birth (note 11)
(see note 10). If this space is	Other discounting	
insufficient use	Other directorships * Norse Fire & Security Services Ltd.	
a continuation sheet.		
311GGU:		
3	Name (note 4)	Business occupation
· •		Tabilios occupation

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	
	Date of birth (note 11)
Other directorships *	

AND PRESENT MEMBERS (notes 12, 13 and 14)

	Α	ccount of shares		Colored to the Colore
Number of shares or amount of stock held by existing members at date of return. (notes 15 and 16)	Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (note 17)  Number (note 16)  Date of registration of transfer (a)			Remarks
	As per Continu	ation Sheet		
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# Annual return of a company having a share capital (continuation)

Continuation sheet No_	1
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of _	

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	y m onaro oupite	(				-	
This shee	et should be attached to	o and forms par	t of the	annual	return	for	
	PERSIFIED CORPORATE						made up
to the	31st January,	19 <sup>84</sup>			Com	pany numi	ber
						990443	
					-		

Particulars of the directors of the company at the date of this return (note 9)

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	
	Date of birth (where applicable) (note 11)
Other directorships *	······································

"enter particulars of other directorships held or previously held (see note 10). If this space is insufficient continue on back page.

Name (note 4)	Business occupation
Previous name(s) (note 4)	. Nationality
Address (note 7)	
	Date of birth (where applicable)
	(note 11)
Other directorships *	
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	
	Date of birth (where applicable) (note 11)
Other directorships *	

Name (note 4)	Business occupation
Previous name(s) (note 4)	Nationality
Address (note 7)	
	Date of birth (where applicable)
Other directorships *	

Folio in register ledger containing particulars.	Names and addresses	Prease do not write in this binding margin.  Please complete
		legibly, preferably in
	Colonel Alan Brooke Pemberton, MBE	black type, or bold block
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,	lottering
	Colchester Essex	-
		1
	Alan Guy Brooke Pemberton	-
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,	-
	Colchester, Essex	-
	David Carruthers Pemberton	
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,	-
	Colchester, Essex	
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		_
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		· <del> </del>
		}

Past and Present

Members (notes 12, 13 and 14)

Account of shares Particulars of shares transferred since the date of the last return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (note 17) Please do not Please do not Number of shares or write in this write in this amount of stock held binding margin. binding margin by existing members at date of return. Remarks (notes 15 and 16) Date of registration of transfer Number (note 16) Please complete Please complete legibly, preferably In black type, or bold block lettering iegibly, preferably in black type, or bold block lettering 5,500 500 500 6,500 -----

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#### DIVERSIFIED CORPORATE SERVICES LIMITED

MODIFIED ACCOUNTS

30TH SEPTEMBER, 1983

JOHN M. WINTER & SONS Chartered Accountants Buchanan House, 24-30 Holborn, London EClN 2JB.



#### REPORT OF THE AUDITORS

# TO THE DIRECTORS OF DIVERSIFIED CORPORATE SERVICES LIMITED Under Section 7(5) of the Companies Act 1981

We have examined the financial statements on pages 2 to 4 which have been modified, in the manner permitted for a small company, from the financial statements of the company prepared for its members for the year ended 30th September, 1983.

In our opinion the company satisfied the requirements for exemption applicable to a small company in respect of the year ended 30th September, 1983 and the modified accounts attached have been properly prepared in the manner permitted by Section 6 of the Companies Act 1981.

We set out below the text of our report dated 17th January, 1984 to the members on the unmodified accounts for the year ended 30th September, 1983.

"We have audited the financial statements on pages 3 to 11 in accordance with approved Auditing Standards.

In our opinion, the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of affairs of the company as at 30th September, 1983 and of the profit and source and application of funds of the Group for the year then ended and comply with the Companies Acts 1948 to 1981".

Buchanan House, 24-30 Holborn, London EClN 2JB.

JOHN M. WINTER & SONS

17th January, 1984

Chartered Accountants

#### MODIFIED CONSOLIDATED BALANCE SHEET

#### AS AT 30TH SEPTEMBER, 1983

	Notes	£	<u>1983</u> £	æ	. <u>982</u> £
TANGIBLE FIXED ASSETS			8,575		8,939
CURRENT ASSETS					
Stocks Debtors Investments Cash at bank and in hand	1	1,169 85,370 1,276 44,841		1,890 8,782 1,432 48,141	
CREDITORS: amounts falling within one year	iue	132,656 96,126		60,245 57,130	
NET CURRENT ASSETS			36,530		3,115
TOTAL ASSETS LESS CURRENT L	IABILITIE	<u>s</u>	£45,105		£12,054
CAPITAL AND RESERVES					
Called up share capital Share premium account Profit and loss account	2		6,500 1,000 <u>37,605</u>		6,500 1,000 4,554
			£45,105		£12,054

The directors have relied on the exemptions for individual accounts available under the Companies Act 1981 and have done so on the basis that the Company is entitled to the benefit of those exemptions as a small company.

A. B. Pemberton ) DIRECTORS

P. N. R. Stewart-Richardson )

Approved by the Board of Directors on 17th January, 1984

#### MODIFIED BALANCE SHEET

### AS AT 30TH SEPTEMBER, 1983

	Notes	£ 19	983 £	1.99 £	<u>82</u> £
FIXED ASSETS		2			
Tangible assets Investment in subsidiary		8,575	8,575	8,939 	8,939
CURRENT ASSETS					
Stocks Debtors Investments Cash at bank and in hand	1	1,169 85,370 1,276 44,841		1,890 8,782 1,432 48,141	
		132,656		60,245	
CREDITORS: amounts falling due within one year		96,126		57,130	
NET CURRENT ASSETS			36,530		3,115
TOTAL ASSETS LESS CURRENT I	JABILITI	ES	£45,105		£12,054
CAPITAL AND RESERVES					
Called up share capital Share premium account Profit and loss account	2		6,500 1,000 <u>37,605</u>		6,500 1,000 4,554
			£45,105		£12,054

The directors have relied on the exemptions for individual accounts available under the Companies Act 1981 and have done so on the basis that the Company is entitled to the benefit of those exemptions as a small company.

Allewelling, A.B. Pemberton )

Claude Richardson )

DIRECTORS

P.N.R. Stewart-Richardson )

Approved by the Board of Directors on 17th January, 1984

# NOTES TO THE MODIFIED ACCOUNTS

### 30TH SEPTEMBER 1983

#### 1. ACCOUNTING POLICIES

#### Basis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

#### Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment 20%-33 1/3% Motor Vehicles 25%

#### Stocks

2.

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

•	SHARE CAPITAL	1983	1982
	Authorised: 10,000 Ordinary Shares of £l each	£10,000 =====	£10,000
	Issued and Fully Paid: 6,500 Ordinary Shares of £l each	£6,500	£6,500

#### 3. SUBSIDIARY COMPANY

The company owns 99% of the issued share capital of Communication Security Limited, a company incorporated in Great Britain.

REGISTRAR 99044

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### DIVERSIFIED CORPORATE SERVICES LIMITED

ACCOUNTS

30TH SEPTEMBER, 1984

JOHN M. WINTER & SONS Chartered Accountants Buchanan House, 24-30 Holborn, London ECIN 2JB.



#### REPORT OF THE DIRECTORS

### FOR THE YEAR ENDED 30TH SEPTEMBER, 1984

#### DIRECTOR

Colonel A.B. Pemberton, M.B.E. Brigadier P.N.R. Stewart-Richardson

#### RESULTS AND DIVIDEND

The results for the year are set out on page 3 of the attached accounts.

The directors do not recommend the payment of a dividend.

#### REVIEW OF THE BUSINESS

The company's principal activities during the year were Security Consultants and the sale of related equipment.

Group turnover decreased during the year to £164,556, but the directors do not believe that the trend will continue. The Company is in a good position to take advantage of any opportunities which may arise in the future.

#### DIRECTORS INTERESTS IN SHARES

<u>1984</u> <u>1983</u> 5,500 5,500

Colonel A.B. Pemberton

#### AUDITORS

John M. Winter & Sons have indicated their willingness to be reappointed as Auditors.

BY ORDER OF THE BOARD

C.J. Buckley

SECRETARY

15th January, 1985

# REPORT OF THE AUDITORS TO THE MEMBERS OF:

#### DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements on pages 3 to 11 in accordance with approved Auditing Standards.

In our opinion, the financial statements, which have been prepared under the historical cost convention give a true and fair view of the state of affairs of the company as at 30th September, 1984 and of the loss and source and application of funds of the Group for the year then ended and comply with the Companies Acts 1948 to 1981.

Buchanan House, 24-30 Holborn, London ECIN 2JB.

JOHN M. WINTER & SONS

15th January, 1985

Chartered Accountants

# DIVERSIFIED CORPORATE SERVICES LIMITED CONSOLIDATED PROFIT AND LOSS ACCOUNT

# FOR THE YEAR ENDED 30TH SEPTEMBER 1984

	Notes	£	1984 £	£	1983
TURNOVER	2		164,556	L	£
Cost of sales			71,517		279,321
Gross Profit			93,039		150,647
Administrative expenses			112,693		128,674
			(19,654)		93,790
Other operating income	3		(10,004)		34,884
OPERATING (LOSS)/PROFIT	4		(19,654)		3,942
Income from Investments (l Interest receivable		2,464	(19,654)	_	38,826
Interest payable	5 6	9,340 (350)		4,717 <u>(237</u> )	
(LOSS)/PROFIT ON ORDINARY	ACTIVITTES		11,454		4,480
BEFORE TAXATION			(8,200)		43,306
Tax on profit on ordinary activities	7		406		
(LOSS) / PROFIT FOR THE FINAN	NCIAL YEAR		(8,606)		( <u>10,255</u> )
Retained profit brought			(0,000)	·	33,051
forward			37,605		4,554
RETAINED PROFIT CARRIED FOR	WARD		£28,999		£37,605
					======

en de la companya de

#### CONSOLIDATED BALANCE SHEET

#### AS AT 30TH SEPTEMBER, 1984

	Notes	19	84	<u>19</u>	<u>83</u>
	<del></del>	£	£	£	£
FIXED ASSETS					
Tangible assets	8		11,840		8,575
CURRENT ASSETS					
Stocks	1	4,749		1,169	
Debtors	10	20,849		85,370	
Investments	11	32,571		1,276	
Cash at bank and in hand		30,426		44,841	
		88,595		132,656	
CREDITORS: amounts falling		•			
due within one year	12	63,936		96,126	
-					
NET CURRENT ASSETS			24,659		<u>36,530</u>
TOTAL ASSETS LESS CURRENT LI	ABILITIE	<u>s</u>	£36,499		£45,105
			=====		=====
CAPITAL AND RESERVES					
Called up share capital	13		6,500		6,500
Share premium account			1,000		1,000
Profit and loss account			28,999		<u>37,605</u>
•					
			£36,499		£45,105
. 00			======		= <b>2</b> ===

) DIRECTORS

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A.B. Pemberton Approved by the Board of Directors

on 15th January, 1985

#### BALANCE SHEET

#### AS AT 30TH SEPTEMBER, 1984

	Notes	<u>19</u>	984 £	<u>.</u>	983 £
FIXED ASSETS					
Tangible assets Investment in subsidiary	8 9	11,840	11,840	8,575	8,575
CURRENT ASSETS					
Stocks Debtors Investments Cash at bank and in hand	1 10 11	4,749 20,849 32,571 30,426		1,169 85,370 1,276 44,841	
CREDITORS: amounts falling due within one year	12	88,595 63,936		132,656 96,126	
NET CURRENT ASSETS			24,659		36,530
TOTAL ASSETS LESS CURRENT L	IABILITIE	<u>s</u>	£36,499		£45,105
CAPITAL AND RESERVES					
Called up share capital Share premium account Profit and loss account	13		6,500 1,000 28,999		5,500 1,000 37,605
allenchertin.	A.B. Pem	berton	£36,499 =====		£45,105 ======
Askenshertin. P. Flewart Milarch	P.N.R. S	tewart-Ric	) hardson )	DIRECTORS	

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Approved by the Board of Directors on 15th January, 1985

#### NOTES TO THE ACCOUNTS

#### 30TH SEPTEMBER 1984

#### 1. ACCOUNTING POLICIES

#### Basis of Accounting

These accounts have been prepared, as in previous years, on the historical cost basis of accounting.

#### Depreciation

Depreciation is provided so as to write off the cost of fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, Fixtures and Equipment 20%-33 1/3% Motor Vehicles 25%

#### Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first—in, first—out basis and comprises quantitation of the cost and net realisable value, on

#### 2. TURNOVER

Turnover represents the invoiced amount of goods sold and services provided during the year.

The turnover and pre-tax profit is attributable to one activity, security consultancy and the sale of related equipment.

An analysis of turnover by geographical market is given below:

		<u>1984</u> £	1983 £
	United Kingdom	79,877	105,216
	Overseas	<u>84,679</u>	<u>173,105</u>
		164 <b>,</b> 556	£279,321
		======	======
3.	OTHER OPERATING INCOME		
	Profit on sale of fixed assets	_	3,946
	Loss on sale of investments		(4)
		£ -	£3,942
		===	====

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER 1984

#### (Continued)

4.	OPI	ERATING PROFIT (Continued)	•	
			1984	1983
	a)	This is stated after charging:	£	£
		Directors' emoluments (see below) c)	26,180	22 565
		remuneration	2,500	22,765
		Depreciation	6,454	2,500
		Staff costs (see below) b)	45,740	4,370 45,233
			=====	43,233 =====
	b)	Staff costs		
		Wages and salaries		
		Social security costs	36,403	37,884
		Other pension costs	4,197	4,209
		Person Costs	5,140	3,140
			£45,740	£45,233
				=====
	The	average weekly number of employees was fi	ve (1983 five)	
	c)	Directors emoluments included in staff c		
			-565	
		Remuneration	21,040	19,625
		Pension contributions	<u>5,140</u>	3,140
			£26,180	£22,765
				=====
	Remu	neration of the chairman	£8,290	07 605
			20,290 =====	£7,625
	Domin	manahilan dan sa	<b>_</b>	====
	Kemu	neration of the highest paid director	£12,750	£12,000
			======	=====
5.	INTE	REST RECEIVABLE		
	Dam!	Today		
		Interest r interest	3,523	4,717
	ocher	interest	<u>5,817</u>	~,/_/ _
			· · · · · · · · · · · · · · · · · · ·	
			£9,340	£4,717
			======	

#### 6. INTEREST PAYABLE

This relates to bank overdraft interest.

=====

# DIVERSIFIED CORPORATE SERVICES LIMITED

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER, 1984

(Continued)

7. TAX ON PROFIT ON ORDINARY ACTIVITIES	7.	TAX ON	PROFIT	ON	ORDINARY	ACTIVITES
---	----	--------	--------	----	----------	-----------

	1984 £	<u>1983</u> £
Based on the profit for the par:		
Corporation tax at 30% Tax attributable ofranked investment income Prior year adjustments	1,600 4 ( <u>1,198</u> )	(8,300) - (1,955)
	£406 =====	£(10,255)

The charge for corporation tax on the results for the year have been reduced by relief for trading losses incurred in earlier years.

8.	TANGIBLE FIXED ASSETS	Furniture Fixtures &	Motor	
	The Group and The Company	Equipment £	Vehicles £	TOTAL £
	Cost			
	At 1st October, 1983 Additions	29,374 <u>9,719</u>	6,250	35,624 <u>9,71</u> 9
	30th September, 1984	39,093	6,250	45,343
	Depreciation			~~~~~
	At 1st October, 1983 Charge for the year	25,487 _4,892	1,562 <u>1,562</u>	27,049 6,454
	At 30th September, 1984	30,379	3,124	33,503
	Net Book Values			
	30th September, 19°4	£8,714	£3,126	£11,840
	30th September, 1983	==== £3,887	===== £4,688	~====
		====	E4,000	£8,575

 $\frac{1}{\mu} = \frac{1}{1 + \mu_0} \left( \frac{1}{\mu_0} + \frac{1}{\mu_0} \right) \left( \frac$ 

#### NOTES TO THE ACCOUNTS

#### 30TH SEPTEMBER, 1981

(Continue?)

#### 9. INVESTMENT IN SUBSIDIARY

The company owns 99% of the issued share capital of Communication Security Limited, which did not trade during the year.

				1984 £	<u>1983</u> £
	Shares at cost Less: Provision			327 ( <u>327</u> )	327 ( <u>327</u> )
				£ - ===	£ -
10.	DEBTORS	<u>198</u>	<u>4</u> £	<u>198</u> £	<u>3</u> £
	The Group and the Company	~	-		
	Trade debtors Amount owed by subsidiary Less: Provision	14,437 ( <u>14,437</u> )	16,035	14,437 ( <u>14,437</u> )	83,208
	Other Debtors Prepayments and accrued income		1,318 3,496		1,840 322
			£20,849		£85,370
11.	CURRENT ASSET INVESTMENTS				
	The Group and the Company				
	Listed on the Stock Exchange (Market Value £31,506 - 1983	£688)	£32,571		£1,276

# NOTES TO THE ACCOUNTS

# AS AT 30TH SEPTEMBER, 1984

# (Continued)

# 12. CREDITORS: Amounts falling due within one year

В	the Group and the Company ank overdraft	1984 £	1983 £
Co Ot	rade creditors  proporation Tax - payable 1st July, 1985  ther taxes and social security  ccruals	4,907 39,528 1,600 5,634 12,7 <sup>2</sup> 7	69,818 8,300 8,029 9,979
13. <u>sh</u>	ARE CAPITAL	£63,936 =====	£96,126 =====
	chorised: Ordinary Shares of £l each	<u>1984</u>	<u>1983</u>
Issı	Issued and Fully Paid: Ordinary Shares of £l each	£10,000 =====	£10,000
	a or Er each	£6,500	£6,500

#### STATEMENT OF SOURCE AND APPLICATION OF FUNDS

#### FOR THE YEAR ENDED 30TH SEPTEMBER 1984

	<u>19</u>	<u>984</u>	198	<del></del>
	£	£	£	£
SOURCE OF FUNDS				
(Loss)/Profit before Tax		(8,200)		43,306
Adjustment for item not involving the movement of funds:				
Taxation on franked investment income Profit on sale of Fixed Assets Depreciation	(4) - <u>6,454</u>	6,450	(3,946) 4,370	<u>424</u>
TOTAL (LOSS)/GENERATED FROM OPERATION	<u>ns</u>	(1,750)		43,730
FUNDS FROM OTHER SOURCES				
Sale of Fixed Assets Disposal of Investments	<u>-</u>		8,273 <u>396</u>	8,669
		(1,750)		52,399
APPLICATION OF FUNDS				
Tax Paid Purchase of Investments Purchase of Fixed Assets	7,102 31,295 <u>9,719</u>	48,116	1,656 240 8,333	10,229
(DECREASE) / INCREASE IN WORKING CAPITA	<u>VL</u>	£(49,866)		£42,170
MOVEMENT IN WORKING CAPITAL				
Stocks Debtors Creditors		3,580 (44,521) 30,397 (30,544)		(721) 76,887 ( <u>30,696</u> ) 45,470
Movement in Net Liquid Funds: (Decrease)/Increase in Cash		(19,322)		(3,300)
		£(49,866)		£42,170

Please do not write in this binding margin THE COMPANIES ACTS 1948 TO 1981

# Annual return of a company having a share capital

Pursuant to sections 124 and 126 of the Companies Act 1948

To the Registrar of Companies

Annual return of

For official use Company number

990443

Please complete legibly, preferably in black type, or

bold block lettering.

DIVERSIFIED CORPORATE SERVICES

Limited\*

Form No. 6a

\* delete if inappropriate made up to the ...30th April, ......19...85.... (hereinafter called 'the date of this return') being the fourteenth day after the date of the annual general meeting for the year 19.85....

Address of registered office of the company

Buchanan House, 24-30 Holborn, London, EC1N 2JB

†Scottish companies see also note 2

Total amount of indebtedness of the company in respect of all mortgages and charges which are required to be registered with the Registrar of Companies (note 1). †

NIL

If the register of members or any register of debenture holders is kept at a place other than the registered office, insert the address of the place where it is kept, or, if such a register is kept otherwise than in a legible form and the place for inspection of the register is elsewhere than at the registered office, insert the address where inspection may be made. (see note 3)

Register of members

Register of Diversified Corporate Services Ltd.

Register of debenture holders

1 Prince of Wales Passage 117 Hampstead Road, London, NW1

Particulars of the person who is the secretary at the date of this return

Name (notes 4, 5 and 6)

CAROLINE JANE BUCKLEY

Previous name(s) (note 4)

Address (notes 5, 6 and 7) 4 Meadway, Hillside Avenue, Woodford Green, Essex,

1G8 7RF

We certify this return which comprises pages 1, 2 and 3 [plus ‡

\_ continuation sheets] \*

‡enter number of continuation sheets attached

assimbellin. Director, and P.h. Pem Sextor

Presentor's name, address and reference (if any):

John M. Winter & Sons Buchanan House, 24-30 Holborn, London, EC1N 2JB

BS/D519/5

For official use General section

Post room

Bai 120 004920



Please do not write in this Summary of share capital and debentures binding margin Nominal share capital £ 10,000 Number of Nominal value of each share Class divided into:-Piease complete <u>shares</u> legibly, preferably 10,000 £1 Ordinary In black type, or bold block lettering £ £ £ Issued share capital and debentures Number Class 1 Number of shares of each class taken up to the date of this return (which must agree with the total shown in the list as held by existing members) 6,500 Ordinary Number of shares of each class issued subject to payment wholly in cash Ordinary 5,500 Number of shares of each class issued as fully paid up for a consideration other than cash 1,000 Ordinary Amount Number of shares of each class issued as partly gaid up for a consideration \*per share other than cash and extent to which each such share is so paid up £ Number of shares (if any) of each class issued at a discount Amount of discount on the issue of shares which has not been written off at the date of this return 7 Amount called up on number of shares of each class £ 1 Ordinary 5,500 8 Total amount of calls received (note 8) £ 5,500 Total amount (if any) agreed to be considered as paid on number of shares £ 1,000 Ordinary 1,000 of each class issued as fully paid up for a consideration other than cash 10 Total amount (if any) agreed to be considered as paid on number of shares of each class issued as partly paid up for a consideration other than cash 11 Total amount of calls unpaid 12 Total amount of sums (if any) paid by way of commission in respect of any shares or debentures 13 Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return 14 Total number of shares of each class forfeited 15 Total amount paid (if any) on shares forfeited 16 Total amount of shares for was share warrants to bearer are outstanding 17 Total amount of share warrants to bearer issued **ISSUED** and surrendered respectively since the date of the last return SURRENDERED 18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind LIST OF PAST Folio in register Names and addresses ledger containing particulars SEE CONTINUATION SHEET

Pisase write i bindin

Please co legibly, pr In black ty bold block

Importar The parti to be give those refe to in sect 200 of th Companie 1948 as a by section of the Co Act 1981

\*enter par of other d ships held previously (see note 1 this space insufficier a continua sheet:

Please do not write in this binding margin

Please complete legibly, preferably in black type, or **bold block lettering** 

\*per share

Please do not write in this binding margin

ships held or

this space is

sheet.

previously held

insufficient use a continuation

Please complete legibly, preferably in black type, or	Particulars of the director(s) of the company at the date of the retu Name (note 4) COLONEL ALAN BROOKE PEMBERTON, MBE	Business occupation	
bold block lettering	Previous name(s) (note 4)	Sales Executive Director	
Important	Address ( 7)	Nationality	
The particulars	Address (note /) Eastfields Farm, Withermarsh Green,	British  Date of birth (note 11)	
to be given are those referred	Nr. Stoke by Nayland, Colchester, Essex		
to in section 200 of the		- and a purity (note 11)	
Companies Act 1948 as amended	Other directorships * LEH Travel Ltd., Communication Secu	rity Ltd.	
by section 35 of the Companies	Norse Fire & Security Services Ltd.		

Name (note 4) BRIGADIER PETER NEIL STEWART-RICHARDSON **Business occupation** Businessman Previous name(s) (note 4) \*enter particulars Nationality Address (note 7) 19 Redan Street, London, W14 OAB of other director-British Date of birth (note 11) (see note 10). If Other directorships \* Norse Fire & Security Services Ltd.

Name (note 4)	Business occupation
Previous name(s) (note 4)	Notice and the
Address (note 7)	Nationality
	Date of birth (note 11)
Other directorships *	

AND PRESENT MEMBERS

	A	ccount of shares		
Sumber of shares or amount of stock held by existing members at date of return. (notes 15 and 16)	Particulars of shares tra return, or, in the case ation of the company, and (b) persons who ha Number (note 16	Remarks		
	SEE CON	TTNAUTION SH	EET	`
		j		

Continuation sheet No. 1.

## THE COMPANIES ACTS 1948 TO 1981

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(see note 10). If this space is insufficient continue on back page.

\*per share

Annual					
having	a	share	C	apital	(continuation)

П	Mind	a Share	Capitai	(001121	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	<b>U</b> 11,						
Th	is sheet	should be	attached to	and form	s part o	of the	annual	return	for .			
		DIVERS	IFIED CORE	ORATE SE	RVICES	LIMI	TED			<del></del>	, made	up
to the .		30th April		19_85			Company number					
									990	)443		
								-				

Particulars of the directors of the company at the date of this return (note 9)

ld block lattering.	To the transfer of the transfe	والمراب والمتعاول والمراوي بالتناف بالأبوال والمتعاول والمتعاول والمتعاول والمتعاول والمتعاول والمتعاول والمتعاول
	Name (note 4)	Business occupation
	Previous name(s) (note 4)	Nationality
	Address (note 7)	Date of birth (where applicable)
		(note 11)
enter particulars	Other directorships *	
of other director- ships held or		
previously held		

Business occupation		
Nationality		
Date of birth (where applicable		
(note 11)		

Business occupation	
Nationality	
Date of birth (where applicable (note 11)	

Business occupation	
Nationality	
Date of birth (where applicable (note 11)	

## List of Past and Present

Please do not write in this binding margin,

Please complete legibly, preferably in black type, or bold block lettering

Folio in register ledger containing particulars.	Names and addresses .
	COLONEL ALANBROOKE PEMBERTON, MBE
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland
	Colchester, Essex
	ALAN GUY BROOKE PEMBERTON
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Nayland,
	Colchester, Essex
	DAUTO CARRIGUERO DEMPRESON
	DAVID CARRUTHERS PEMBERTON
	Eastfields Farm, Withermarsh Green, Nr. Stoke by Navland, Colchester, Essex

ast and Present

Members (notes 12, 13 and 14)

Please do not write in this binding margin.

Please complete legibly, preferably in black type, or bold block lettering

Please do not	Account of shares									
write in this binding margin	Number of shares or amount of stock held by existing members at date of return. (notes 15 and 16)	return, or, in the case of the first return, of the incorporation of the company, by (a) persons who are still members, and (b) persons who have ceased to be members (note 17)								
Piease coros∴ste legibly, preferably		Number (note 16)	Date of registration of transfe							
in black type, or bold block lettering										
	5,500									
	500									
	500									
	6,500									
į										
,										
-				<u> </u>						



Please do not write in this margin

Please complete

in black type, or bold block lettering

\* insert full name of company

f if the company has a

share capital, this date must be the

14th day after the annual general

meeting

legibly, preferably

#### COMPANIES FORM No. 363

## Annual return of a company

Pursuant to sections 363 and 364 of the Companies Act 1985

Note The appropriate fee should accompany this form

To the Registrar of Companies

Annual return of (note 1)

The information in this return is as at

19 86 29th July

†.(The date of this return note 1)

Address of registered office of the company

6th Floor, Buchanan House, 24-30 Holborn, London,

Postcode EC1N 2JB

Company number

990443

Total amount of indebtedness of the company in respect of mortgages and charges

(note 2).

DIVERSIFIED CORPORATE SERVICES LIMITED

E NIL

For official use

If different from the registered office, state address where the register of members or any register of debenture holders or any duplicate or part of any register of debentures is kept or may be inspected.

Register of members

Register of debenture holders

Particulars of the secretary

Name (notes 3 and 4) MRS. PAMELA KIRKLAND PEMBERTON

Previous name(s)(note 3)

Address (notes 4 and 5) 19A Alexander Court, Maida Vale, London

Postcode

W9 1SQ

We certify this return which comprises pages 1, 2, [3, 4, 5 and 6]‡ [plus§ \_\_

continuation sheets!

‡ only pages 1 and 2 need be completed in the case of a company without share capital

§ enter number of continuation sheets attached

a Sembertin

1. t. Reuseitor

Secretary

Presentor's name address and reference (if any):

JOHN M. WINTER & SONS CHARTERED ACCOUNTANTS

BUCHANAN HOUSE, 24-30 HOLBORN. LONDON, ECIN 2JB

D519/5

For official Use General Section

Post room

M

Page 1

Particulars of the director(s) of the	company (notes 6 and 7)		Please do not write in
Name (note 3) COLONEL ALAN	BROOKE PEMBERTON, M.B.E.	Business Occupation Sales Executive Director	this margin
Previous name(s)(note 3)		Nationality	Please complete
Address(note 5) 19A Alexandr	a Court, Maida Vale, London,	British	legibly, preferably in black type, or bold blocklettering
		Date of birth(note 9)	Bold Blocklettering
	Postcode W9 1SQ		* delete if inappropriate.
Other relevant past or present dire	ectorships* (note 8)		Enter particulars of other director-
LEH Travel L	imited - Communication Secur	ity Limited	ships held or previously held.
Norse Fire &	Security Services Limited		If this space is insufficient usual continuation sheet
Name(note 3)		Business Occupation	
Previous name(s)(note 3)		Nationality	
Address(note 5)			
		Date of birth(note 9)	
	Postcode		
Other relevant past or present dire	ectorships* (note 8)		
			2000000
Name(note 3)		Business Occupation	
Previous name(s)(note 3)		Nationality	
Address(note 5)			
		Date of birth(note 9)	
	Postcode		
Other relevant past or present dire	ctorships* (note 8)	· · · · · · · · · · · · · · · · · · ·	
Name(note 3)		Business Occupation	
		Dasiness Occupation	
Previous name(s)(note 3)	· · · · · · · · · · · · · · · · · · ·	Nationality	
Address(note 5)		· ·	
		Date of birth(note 9)	
	Postcode		
Other relevant past or present dire	ctorships* (note 8)		

Folio in register ledger containing Particular

## Notes

- 1. An and the cor must b this ret the ani
- 2. This se of char in secti of Engl that Ac
- 3. For an surnan christia
- "Christ peer or surnan corpor
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- (a) in tl whi
- (b) it w ago read
  - (c) in the British by value of the British (c)

Summary of share capital and debentures Please do not write in this margin Nominal share capital £ 10,000 Number of shares Nominal value of each share Class 10,000 brdinary £ 1 divided into:-Please complete legibly, preferably in black type, or 2 bold block lettering 3 Issued share capital and debentures Number Class 1. Number of shares of each class taken up to the date of this return. 6,500 Ordinary 2. Number of shares of each class issued subject to payment 5,500 Ordinary wholly in cash 3.Number of shares of each class issued as fully paid up for aconsideration other than cash 1,000 Ordinary Amount per share 4.Number of shares of each class issued as partly paid up for a consideration other than cash and extent to which each such share is so paid up 2 £ 3 £ 5. Number of shares (if any) of each class issued at a discount Continued on page 4 LIST OF PAST Folio in register Names and Addresses ledger containing particulars COLONEL ALAN BROOKE PEMBERTON, M.B.E. 19A Alexandra Court, Maida Vale, London, W9 1SQ 2 3 ALAN GUY BROOKE PEMBERTON, 19A Alexandra Court, Maida Vale, London, W9 1SQ 5 6 DAVID CARRUTHERS PEMBERTON 19A Alexandera Court, Maida Vale, London, W9 1SQ 12 13 14

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Page 3

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Page 4

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Please do not Summary of share capital and debentures continued write in Amount Number Class this margin Please do not 6 Amount of discount on the issue of shares which has not been written off at write in this margin the date of this return 7 Amount per share called up on number of shares of each class £ 1 5,500 Ordinary Please complete legibly, preferably Please complete in black type, or bold block lettering legibly, preferably 8 Total amount of calls received (note 10) black type, or £ 5,500 bold block lettering 9 Total amount (if any) agreed to be considered as paid on number of shares f 1,000 of each class issued as fully paid up for a consideration other than cash 1,000 Ordinary £ 10 Total amount (if any) agreed to be considered as paid on number of shares £ of each class issued as partly paid up for a consideration other than cash £ £ 11 Total amount of calls unpaid £ 12 Total amount of sums (if any) paid by way of commission in respect of any £ shares or debentures 13 Total amount of the sums (if any) allowed by way of discount for any debentures since the date of the last return 14 Total number of shares of each class forfeited 15 Total amount paid (if any) on shares forfeited 16 Total amount of shares for which share warrants to bearer are outstanding £ £ 17 Total amount of share warrants to bearer issued and surrendered respectively since the date of the last return SURRENDERED 18 Number of shares comprised in each share warrant to bearer, specifying in the case of warrants of different kinds, particulars of each kind AND PRESENT MEMBERS (notes 11 and 12) **Account of Shares** Number of shares or Particulars of shares transferred since the date of the last amount of stock held return, or, in the case of the first return, of the incorporation by existing members of the company, by (a) persons who are still members, and Remarks at date of return (b) persons who have ceased to be members (note 12) (note 11) Date of Registration of transfer Number 5,500 3 500 6 6,500 10 10 11 11 12 12 13 13 14 14

2

15

Page 3

15

Page 4

62

40

## DIVERSIFIED CORPORATE SERVICES LIMITED

#### ACCOUNTS

SOTH SEPTEMBER, 1985

JOHN M. WINTER & SONS Chartered Accountants Buchanan House, 24-30 Holborn, London ECLN 2JB.



#### REPORT OF THE DIRECTOR

#### FOR THE YEAR ENDED 30TH SEPTEMBER, 1985

#### DIRECTOR

Colonel A.B. Pemberton, M.B.E. Brigadier P.N.R. Stewart-Richardson - Resigned 2nd April, 1985

#### RESULTS AND DIVIDEND

The results for the year are set out on page 3 of the attached accounts.

The director recommends the payment of a dividend of £4,000.

#### REVIEW OF THE BUSINESS

The company's principal activities during the year were security consultants and the sale of related equipment until the company ceased to trade on 14th June, 1935.

DIRECTOR'S INTEREST IN SHAPES	30th Septemper	lst October 1984
Colonel A.B. Pemberton	5,500	5,500

#### AUDITORS

A resolution to reappoint John M. Winter & Sons as auditors will be put to the members at the Annual General Meeting.

BY ORDER OF THE BOARD

P.K. Pemberton

SECRETARY

15th July, 1986

#### REPORT OF THE AUDITORS TO THE MEMBERS OF:

#### DIVERSIFIED CORPORATE SERVICES LIMITED

We have audited the financial statements on pages 3 to 11 in accordance with approved Auditing Standards.

In our opinion the financial statements, which have been prepared under the historical cost convention, give a true and fair view of the state of affairs of the company and the group as at 30th September, 1985 and of the profit and source and application of funds of the group for the year then ended and comply with the Companies Act 1985.

Buchanan House, 24-30 Holborn, London ECIN 2JB.

JOHN M. WINTER & SONS

15th July, 1986

Chartered Accountants

3.

## CONSOLIDATED PROFIT AND LOSS ACCOUNT

## FOR THE YEAR ENDED 30TH SEPTEMBER 1985

-		<u> </u>	SEPTEMBER 19	<u>85</u>	
	Notes	£	1985 £	£	1984 £
TURNOVER	2		164,813		164,556
Cost of sales			67,699		
GROSS PROFIT			97,114		71,517
Administrative expenses					93,039
			70,953		112,693
Other operating income			26,161		(19,654)
OPERATING PROFIT/(LOSS)	3		<u>(772</u> )		
· — <del></del>	5		25,389		(19,654)
Income from listed investment Interest receivable Interest payable	s 6 7	1,859 7,725 <u>(367)</u>		2,464 9,340	
PROFIT/(LOSS) ON ORDINARY			9,217	(350)	11,454
ACTIVITIES BEFORE TAXATION			34,606		(8,200)
Tax on results of ordinary activities	8		13,011		406
PROFIT/(LOSS) FOR THE FINANCIA YEAR	<u>1.</u> 9		21,595		(8,606)
Dividend proposed			4,000		
			17,595		(8,€06)
Retained profit brought forward			28,999		37,605
RETAINED PROFIT CARRIED FORWARD	2		£46,594		£28,999

## CONSOLIDATED BALANCE SHEET

## AS AT 30TH SEPTEMBER, 1985

	Notes	-	1985 £	_	984
FIXED ASSETS		~	2	£	£
Tangible assets	10		_		11,840
CURRENT ASSETS					14/040
Stocks Debtors Investments Cash at bank and in hand	1 12 13	2,374 - 83,263		4,749 20,849 32,571 30,426	
CREDITORS: amounts falling due within one year	14	85,637 31,543		88,595 63,936	
NET CURRENT ASSETS			54,094		24,659
			£54,094 =====		£36,499
CAPITAL AND RESERVES					
Called up share capital Share premium account Profit and loss account	15		6,500 1,000 46,594		6,500 1,000 28,999
assembulin. X	.B. Pembe	erton -	E54,094 =====		£36,499 =====

Approved by the Director on 15th July, 1986

### BALANCE SHEET

## AS AT 30TH SEPTEMBER, 1985

	Notes	<u>.</u> e	985 £	<u>1</u> :	98 <u>4</u>
FIXED ASSETS					
Tangible assets Investments	10 11		_	11,840	11,840
CURRENT ASSETS					
Stocks Debtors Investments Cash at bank and in hand  CREDITORS: amounts falling due within one year  NET CURRENT ASSETS	1 12 13	2,374 83,263 85,637 31,543	F4.004	4,749 20,849 32,571 30,426 88,595 63,936	
NET CONCENT ASSETS			54,094 £54,094		24.659 £36,499
CAPITAL AND RESERVES					202022
Called up share capital Share premium account Profit and loss account	15		6,500 1,000 46,594 £54,094		6,500 1,000 28,999 £36,499
abbendelle.	A.B. Pemb	erton	- DIREC	for	======

Approved by the Director on 10th July, 1986

#### NOTES TO THE ACCOUNTS

#### 30TH SEPTEMBER 1985

#### 1. ACCOUNTING POLICIES

#### Basis of Accounting

These accounts have been prepared under the historical cost convention.

#### Basis of Consolidation

The consolidated accounts incorporate the accounts of the company and its subsidiary. The accounts of both companies are made up to 30th September annually.

A separate profit and loss account dealing with the results of the holding company has not been presented.

Goodwill arising on the acquisition of subsidiaries is written of  $\hat{r}$  directly against reserves in the year of acquisition.

#### Depreciation

Depreciation is provided so as to write off the cost of tangible fixed assets over their estimated useful lives by equal annual instalments at the following rates:

Furniture, fixtures and equipment 20%-33 1/3% Motor vehicles 25%

#### Stocks

Stocks have been valued at the lower of cost and net realisable value, on a first-in, first-out basis and comprises goods purchased for resale.

#### Foreign Currencies

Assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account.

#### 2. TURNOVER

Turnover represents the invoiced amount of goods sold and services provided during the year.

The turnover and pre-tax results are arributable to one activity, security consultancy and the sale of related equipment.

An analysis of turnover by geographical market is given below:

	======	2204,550
	£164,813	£164,556
United Kingdom Overseas	_64,813	79,877 84,579
	1985 £	<u>1984</u> £

## NOTES TO THE ACCOUNTS

## 30TH SEPTEMBER 1985

		<del></del>		
3.	<u>1'O</u>	HER OPERATING INCOME	1985 £	1984 £
4.		ss on sale of investments AFF COSTS	2 (772) ===	£ -
- •	511	11 (0515		
	Soc	ges and salaries cial security costs her pension costs	30,694 3,087	36,411 4,197
			6,140	_5,140
	The	average weekly number of employees	£39,92 <u>1</u>	£45,748
	C	during the year was as follows:-		
		lanagement lerical	2 <u>1</u>	2 <u>3</u>
			3	
5.	OPE	RATING PROFIT/(LOSS)	<b>3</b>	5 =
	a)	This is stated after charging or crediting:		
		Directors' emoluments (see below) Income from listed investments Depreciation	25,150 1,848	26,180 2,464 6,454
		Auditors' remuneration	3,300 =====	2,500
	b)	Directors' emoluments:		
		Remuneration Pension contributions	19,010 6,140	21,040 <u>5,140</u>
			£25,150	£26,180
		Remuneration of the highest paid director	£11,166	£12,750
		The number of Directors whose remuneration fell within the following ranges:		
		£ 5,001 - £10,000 £10,001 - £15,000	1	1
6.	INTE	REST RECEIVABLE		
		interest	6,750	3,523
	Othe	r interest	975	5,817
			£7,725	£9,340

### NOTES TO THE ACCOUNTS

#### 30TH SEPTEMBER, 1985

	•			
7.	INTEREST PAYABLE		<u>1985</u> £	<u>1984</u> £
	Bank overdraft interest		£367 ===	£350 ===
8.	TAX ON RESULTS OF ORDINARY ACTIVITIES			
	Based on the results for the year:			
	Corporation tax at 30% Tax attributable to franked investment i	ncome	13,000	1,600
	Prior year adjustment		13,011	1,604 ( <u>1,198</u> )
			£13,011	£406
9.	PROFIT/(LOSS) FOR THE FINANCIAL YEAR			
	Dealt with in the accounts of the company		£21,595	£(8,606)
10.	TANGIBLE FIXED ASSETS	Firniture Fixtures & Equipment	Motor Vehicles	TATOT
	The Group and The Company	£	£	£
	Cost At 1st October, 1984 Additions	39,093 <u>533</u>	6,250 	45,343 806
	Disposals	39,626 39,626	6,523 6,523	46,149 46,149
	30th September, 1985	-		
	Depreciation At 1st October, 1984 Disposals	30,379 30,379	3,124 3,124	33,503 33,503
	At 30th September, 1985		_	-
	Net Book Values			
	At 30th September, 1985	£ -	£ -	£ –
	At 30th September, 1984	£8,714		£11,840

#### NOTES TO THE ACCOUNTS

### 30TH SEPTEMBER, 1985

#### 11. FIXED ASSET INVESTMENT

The company owns 99% of the issued share capital of Communication Security Limited, which did not trade turing the year.

		1985 £	<u>1984</u> £
	Shares in group company at cost Less: Provision	327 ( <u>327</u> )	327 ( <u>327</u> )
		£ - ===	£ ===
12.	DEBTORS		
	The Group and the Company		
	Trade debtors Other debtors Prepayments and accrued income A.C.T. recoverable	60 455 225 <u>1,634</u> £2,374	16,035 1,318 3,496 ————————————————————————————————————
13.	CURRENT ASSET INVESTMENTS	22/3/4 2422	720,049
	The Group and the Company		
	At cost: Other investments: Listed on The Stock Exchange (Market value - 1984 £31,506)	£ -	£32,571

## NOTES TO THE ACCOUNTS

## 30TH SEPTEMBER, 1985

## 14. CREDITORS:

	Due within one year	1985	1984
	The Group and he Company	£	£
	Bank overdra.: Trade creditors Corporation tax Other taxes and social security costs Other creditors Accruals Proposed dividend	16,234 - 1,232 10,077 4,000	4,907 39,528 1,600 5,634 - 12,267
		£31,543	£63,936
15.	SHARE CAPITAL		
	Authorised: Ordinary shares of £1 each	£10,000	210,000
	Allotted, issued and fully paid: Ordinary shares of £l each	£6,500	£6,500

## CONSOLIDATED STATEMENT OF SOURCE AND APPLICATION OF FUNDS

#### FOR THE YEAR ENDED 30TH SEPTEMBER 1985

	19	85	19	084
	£	£	£	£
SOURCE OF FUNDS				
Profit/(loss) before taxation		34,606		(8,200)
Adjustment for item not involving the movement of funds:				
Depreciation			6,454	
Profit on sale of tangible fixed assets	(6,939)		_	
LINEA ABBEES	(0)332	(6,939)		€,454
TOTAL GENERATED FROM OPERATIONS		27,667		(1,746)
FUNDS FROM OTHER SOURCES				
Sale of tangible fixed assets		19,585		
		47,252		(1,746)
APPLICATION OF FUNDS				
Purchase of tangible fixed assets	806		9,719	
Taxation paid	11		7,106	
		817		16,825
INCREASE IN WORKING CAPITAL		£46,435		£(18,571)
		=====		=====
MOVEMENT IN WORKING CAPITAL				
Stocks		(4,749)		3,580
Debtors		(20,109)		(64,521)
Investments		(32,571)		31,295
Creditors		46,120		30,397
Morroment in Not Figure Bunda		(11,309)		751
Movement in Net Liquid Funds: Cash at bank and in hand	52,837		(14,415)	
Overdraft	4,907		(4,907)	
		57,744		(19,322)
		£46,435		£(18,571)
		======		======

990443

REGISTERED 12 AUG 1974

Form No. 47 (No registration fee payable)

## Particulars of a mortgage or charge

Pursuant to Sections 95 and 106A of the Companies Act 1948 (Note 1)

Diversified Corporate Services Name of Company ....

	Parti-Jars	of a mortgage or charge created	by the above-named Company	
Date and description of the instrument creating or evidencing the mortgage or charge (Note 2)	Amount secured by the mortgage or charge	Short particulars of all the property mortgaged or charged (For statement as to restriction on power to grant ferther securities see note 3)	Names addresses and descriptions of the mortgagees or persons entitled to the charge	Particulars as to commission, allowance or discount
9.8.1974 Mortgage and General Charge	All such sums of money as now are or as shall from time to time be owing by the Company to the Mortgagee	All Uncailed capital and all other the freehold and lease-hold property of the Company All the undertaking and goodwill and all its property assets and rights whatsoever and wheresoever both present and future but so that the Company should not be at liberty without the consent of the Mortgagee to create any Mortgage or Charge in priority to this security.	National and Grindlays Bank Limited, 13 St. James's Square, London S.W.1	(Note 4)
Please s	ee notes overlea	f Signed	Denberla.	
		Designation of position in relation to the Company	Direct	or

\* Delete "Limited" if not applicable

Presented by:

LATTEY & DAWE

21 LIVERPOOL STREET

LONDON EC2M 7RD

Q. 2835458

Margin reserved for binding

Presentor's reference and/or telephone number:



# CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge dated the 9th August 1974 and created by DIVERSIFIED COFORATE SERVICES LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing due from the Company to National and Grindlays Bank Limited

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on the 12th August 1974

Given under my hand at London the 15th August 1974

No. 990443

(ROJYAY,E)

Assistant Registrar of Companies

Certificate and instrument received by

Date . . . 6 . 8 . 74 . . . .

V591

C.69a

Margin reserved for binding

No. of Company 990443 Form No. 47 (No registration fee payable) THE COMPANIES ACTS 1948 TO 1967 Particulars of a mortgage or charge Pursuant to Sections 95 and 106A of the Companies Act 1948 (Note 1) Name of Company .. DIVERSIFIED CORPORATE SERVICES Particulars of a mortgage or charge created by the above-named Company Date and Particulars Short particulars of all description of as to Amount the property mortgaged the instrument Names addresses and descriptions commission, secured by or charged creating or of the mortgagees or persons entitled to the charge allowance the mortgage (For statement as to restriction evidencing the or discount on power to grant further or charge mortgage or paid (Note 4) securities see note 3) charge (Note 2) 4. 8.1974 All such Freehold property National and Grindlays Legal Charge sums of known as 75 Bank Limited money as Bolingbroke Grove, 13 St. James's Square, now are or London, S.W.11. London, S.W.1 as shall registered at H. M. from time to Land Registry under time be Title No.LN 23947 owing by Together with all the Company and singular the to the fixed and moveable Mortgagee plant machinery and fixtures implements and utensils now or hereafter fixed to or placed upon or used in or about the

Please see notes overleaf

Signed

in relation to the

Company

Designation of position

said property

Munhertin.

Director

\* Delete "Limited" if not applicable

ne 9th August 1975

Presented by:

LATTEY & DAWS

21 LIVERPOOL STREET LONDON EC2M 7RD

M

Presentor's reference and/or telephone number:

Q. 2835458

U589 ~



# CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge dated the 9th August 1974 and created by DIVERSIFIED CORPORATE SERVICES LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing due from the Company to National and Grindlays Bank Limited

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on the 12th August 1974

Given under my hand at London the 15th August 1974

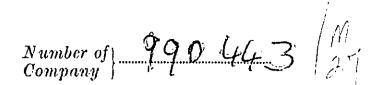
No. 990443

Morfollow (B. TAYLOR)

Assistant Registrar of Companies

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V591



## THE COMPANIES ACTS 1948 to 1967

PARTICULARS of a Mortgage or Charge created by a Company registered in England.

Pursuant to section 95 of the Companies Act 1948. STEED

22 JUL 1975

Insert the Name of the Company

DIVERSIFIED CORPORATE SERVICES

#### LIMITED

Note.—The original instrument (if any) creating or evidencing the charge must be presented with these particulars within twenty-one days after the date of its creation. (See section 95 (1).) In certain cases a copy of the instrument creating or evidencing the charge verified or certified in the prescribed manner may be sent to the Registrar in place of the original instrument. (See section 95 (3) & (5) and clause 4 of the Companies (Forms) Order 1949.)

Section 96 (3) of the Companies Act 1948 provides that:—

If any company makes default in sending to the registrar for registration the particulars of any charge created by the company or of the issues of debentures of a series requiring registration as aforesaid, then, unless the registration has been effected on the application of some other person, the company and every officer of the company who is in default shall be liable to a default fine of fifty pounds.

Presented by-		Presentor's	Reference WEB/JBS
	HILL SAMUEL & CO. LIMITED,		
	19 ST. JAMES'S SQUARE,	•	
	LGNDON, SWIY 41Q.		
	***************************************		[2-15>+-14>+-14

Form No. 47 (No fee payable)

THE SOLICITORS' LAW STATIONER' SOCIETY, LIMITED

191-192 Fleet Street, E.C.4;
3 Bucklersbury, E.C.4;
49 Bedford Row, W.C.1;
15 Hanover Street, W.1;
55-59 Newhall Street, Birmingham, 3;
31 Charles Street, Cardiff CF1 4EA;

15 Hanover Street, W.1; 55-59 Newhall Street, Birmingham, 3; 31 Charles Street, Cardiff CF1 4EA; 19 & 21 North John Street, Liverpool, 2; 28-30 John Dulton Street, Manchester, 2; and 14-22 Renfrew Court, Glasgow, C.S.

PRINTERS AND PUBLISHERS OF COMP MIES BOOKS AND FORMS

Companies 6G

Gentler (P.T.O.

Name

(1)	(2)	(3)
Date and description of the instrument creating or evidencing the Mortgage or Charge (a)	Amount secured by the Mortgage or Charge	Short particulars of the Property Mortgaged or Charged
LEGAL MORTGAGE dated 17th July, 1975	All moneys now due or hereafter to become due or from time to time accruing due from the Company to Hill Samuel & Co Limited on any account whatso-ever and all other obligations and liabilities to the Bank matured and unmatured to which the Mortgagor shall for the time being be subjustified being be subjustified in whatever name style or firm and whether as principal or surety.	All and singular the freehold and/or leasehold land hereditaments and premises situate at 75 Bolingbroke Grove. London S.W.II.  together with all fixed and moveable plant machinery and other fixtures implements and utensils whatsoever now or at any time hereafter affixed or attached to or placed upon or used in or about the said property or any part thereof.

Dated the

18th

day of

July,

1975.

<sup>(</sup>a) A description of the Instrument, e.g., "Trust Deed", "Mortgage", "Debenture", etc., as the case may be, should be given.

<sup>(</sup>b) The rate of Interest payable under the terms of the Oebentures should not be entered.

## Limited, a Company registered in England

	]	(4) (5)	<del></del>		
Mortgaged or		Names, Addresses and Descriptions of the Mortgagees or Persons entitled to the Chargo  entitled to the Chargo  Amount or rate per cent. of Commission, Allowance or Discounting the Company to any paid or made either directly by the Company to any plant consideration of his subscribe agreeing to subscribe, whother absort conditionally, or procuring or a region to procure subscriptions, who absolute or conditional, for any of Debentures included in this Returns.	of the int (if or in- berson ing or olutely agree- hether of the irn (b)		
		HILL SAMUEL & CO. LIMITED, 19 ST. JAMES'S SQUARE, LONDON, SWIY 4JQ.			
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107E	•	per pro Hill Samuel & Co. Limited			
1975.		Signature			
be, should be given		Designation MORTGAGEES			
		of Position MORTGAGEES in relation to Company			





## CERTIFICATE OF THE REGISTRATION OF A MORTGAGE OR CHARGE

I hereby certify that a mortgage or charge dated the 17th July 1975 and created by DIVERSIFIED CORPORATE SURVICES LIMITED

for securing all moneys now due, or hereafter to become due, or from time to time accruing due from the Company to Hill Samuel & Co. Limited

on any account whatsoever

was registered pursuant to section 95 of the Companies Act, 1948, on the 22nd July 1975

Given under my hand at London the 25th July 1975

No. 990443

3 Newdie Guy

Assistant Registrar of Companies
Certificate and instrument received by

Date 25/7/7.5

C.69a

	/ M
Number of	990443 100 28 3
Company	( As the

	(Pursuant to Section 100 of the Companies Act 1948)
nsert here Name of the Company	
	WEALAN_BROOKE_PEMBERTON
	of202.OLD.BROMPTON.ROAD, LONDON.SW5
	a Director ofDIVERSIFIED CORPORATE SERVICES Limited
	and MARGARET PATRICIA CRAIG
	of11 CAMBRIDGE PLACE, LONDON W8
	the Secretary thereof, do solemnly and sincerely declare that the
	particulars contained in the Memorandum of Satisfaction endorsed hereon are true to the best of our knowledge, information and belief.
	And we make this solemn Declaration conscientiously believing the
	same to be true and by virtue of the provisions of the Statutory
	Declarations Act 1835.
	parting the second section of the control of the co
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1	day of August W.O. O.
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## 990443

16/9/75

## Memorandum of Complete Satisfaction of Mortgage or Charge

DIVERSIFIED CORPORATE SERVICES	Limited
oreby gives notice that the registered charge being (b).  MORTGAGE/GENERAL CHARGE AND LEGAL MORTGAGE	both dated qth August
which particulars were registered with the Registra	or of Companies
the (°) day of August 19	74 was wholly
tisfied on the 4th day of JUNE	*
r which the charge was given having been paid or so	rtisfied.
	•
In witness whereof the common seal of the Compa	ny was nereuuto
ffixed the 15th day of JULY 19	75
Maria Maria	
Soal of	Directors
Commons	)
Company S. Welley Laboured	
Company St. Walley sahows.	Secretary

charge was a "Series of Debentures" or "Debenture Stock," the words "authorised by resolution," together with the date of the resolution, should be added.

(c) The date of registration may be confirmed from the Certificate of Registration and (except in the case of a series of debentures) from the Registration Stamp affixed to the

instrument(s) registered.

Presented by Presentor's Reference Diversified Corporate Services Ltd 4 Great Smith St, 222/1434.

(No filing fee payable.)

No. of Company 990443

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars.



## REGISTER

OF

Mortgages and Charges,

AND OF

Memoranda of Satisfaction

OF

Diverified Corporate fervices Limited.

N.B. Searchers may find it desirable to refer to the documents mentioned in column (2) for more detailed particulars.

## REGISTER of Mortgages and Charges,

Page I  (I) (2)  Date Seria  No.  of of  Registra-  tion on  File	Date of Creation of each Mortgage or Charge and Description thereof	acdulat-	(5) Amount secured by the	(6) Short particulars	(7) Names of the Mortgagees or	
Date Seria No. of of of Registra- tion on	Date of Creation of each Mortgage or Charge and Description thereof	the acquist-	• • •	Short particulars		
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) were if red Corporate Services Willite and of Memoranda of Satisfaction of (16) (15) (14) Particulars relating to the issues of Debentures of a series Receiver or Manager (13) Amount (12)Memoranda (11) (10) (8) or rate Date Name of Dates of the Resolutions authorising the issue of the series per cont Names Total Date General Description of the οť Date and Amounts Satisfaction กกรี of the Trustees Commission Amount of the of each ceasing of the Date of for the secured by a issue of the series or Discount Covering to act Property Charged Appointment Amount | Naturo series of Debenture Holders Dead Debantures Amount £ £ £ Binding Full ( M28) Ğ FULLY (M Q5)